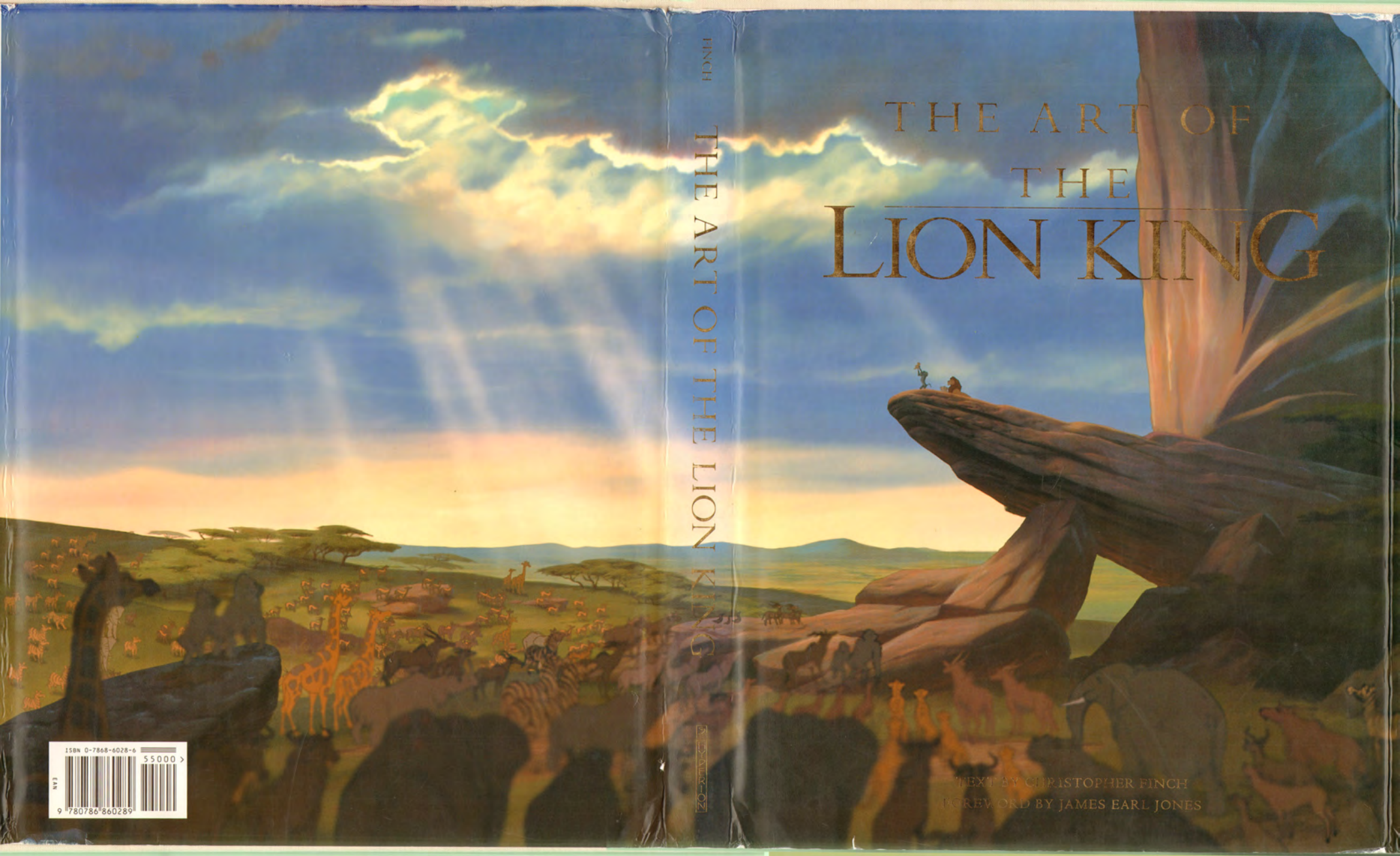
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TEXT BY CHRISTOPHER FINCH
FOREWORD BY JAMES EARL JONES
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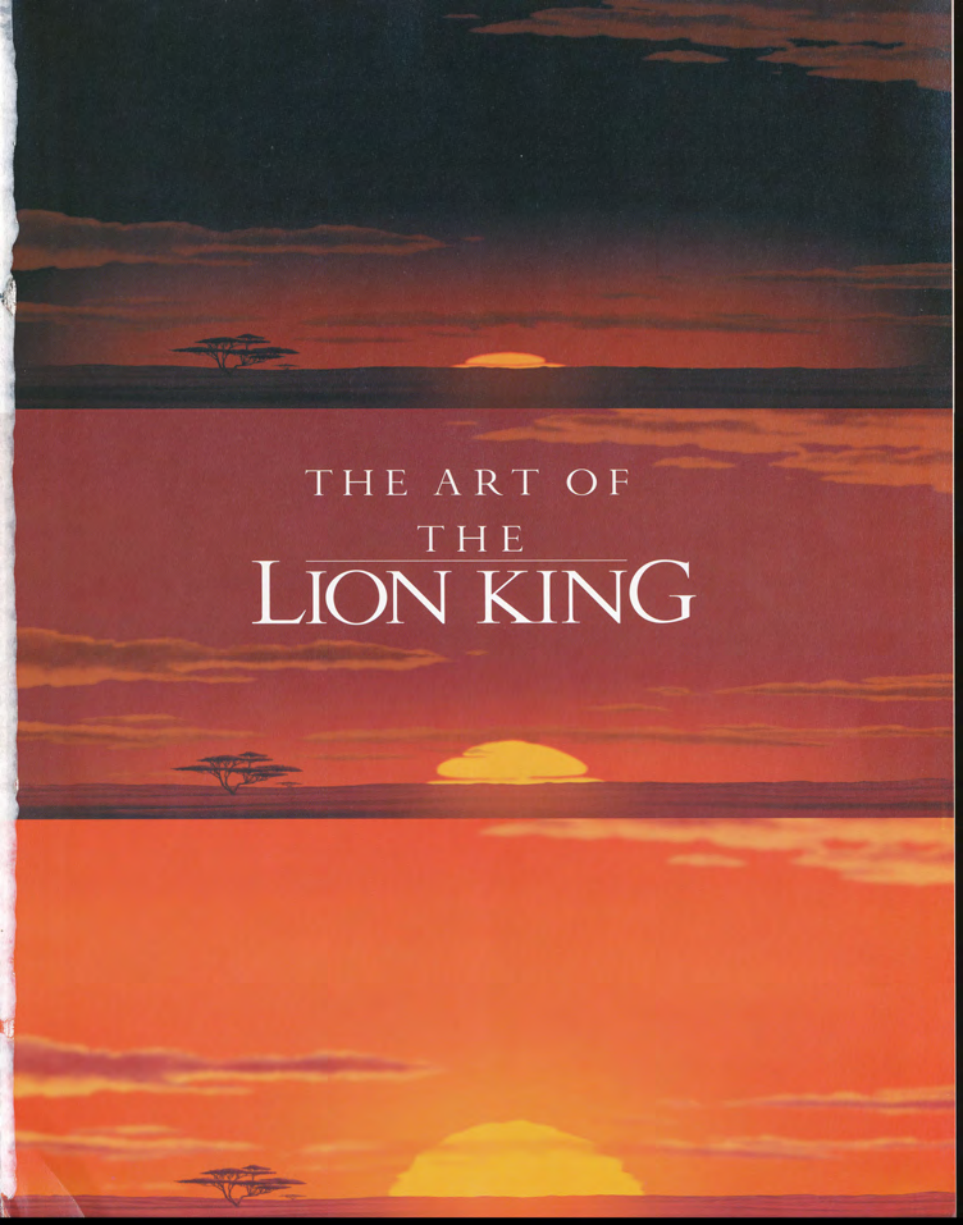
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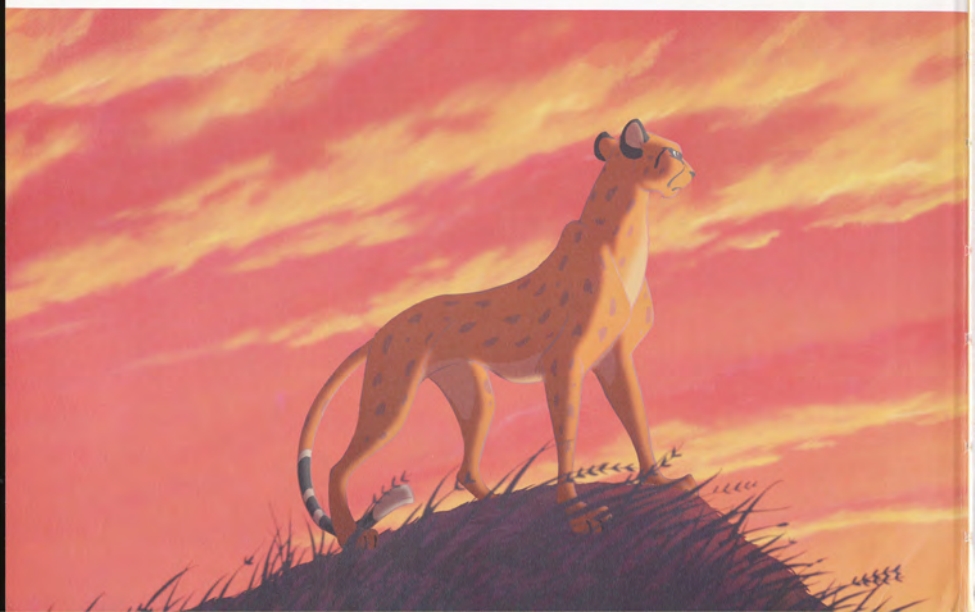
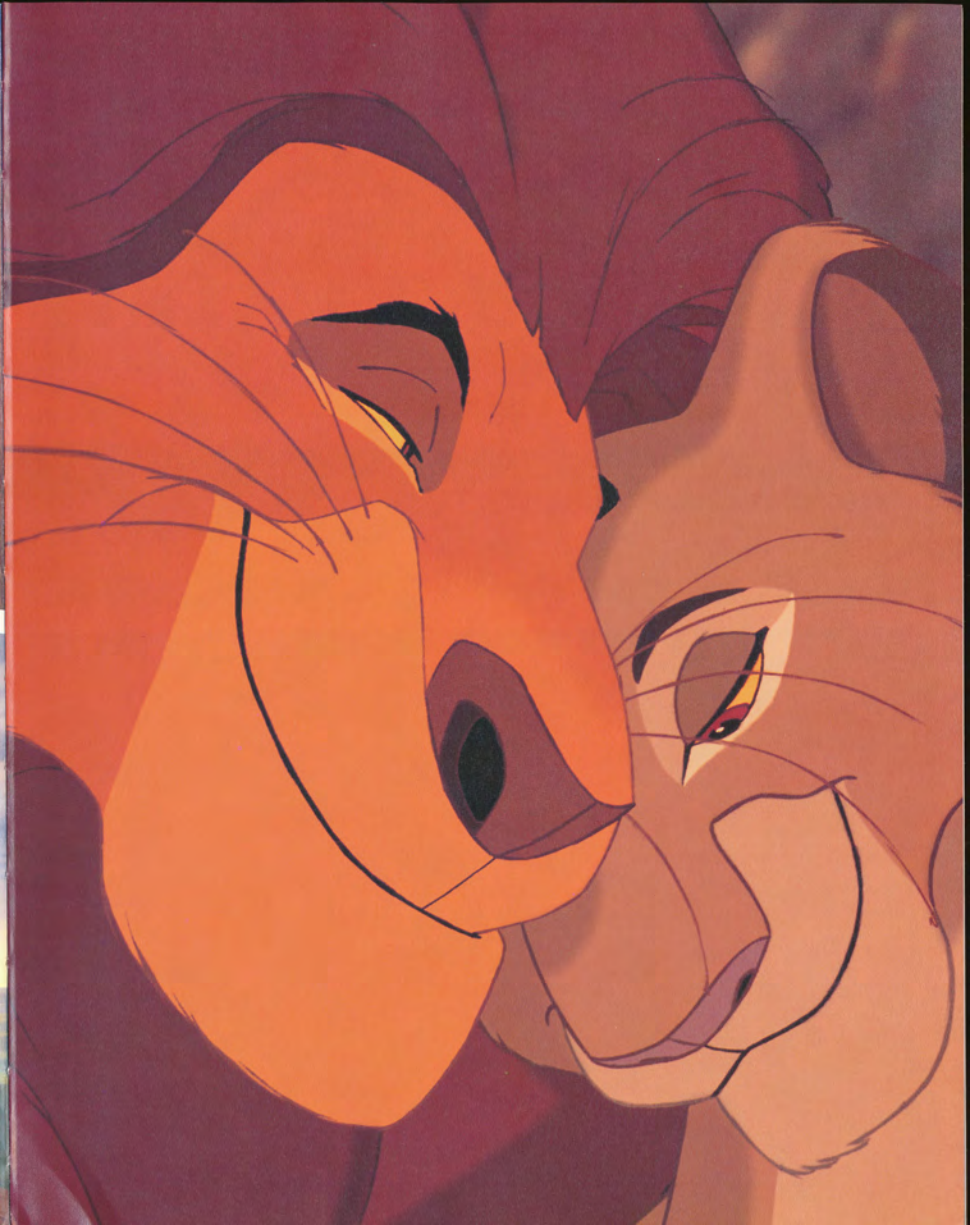
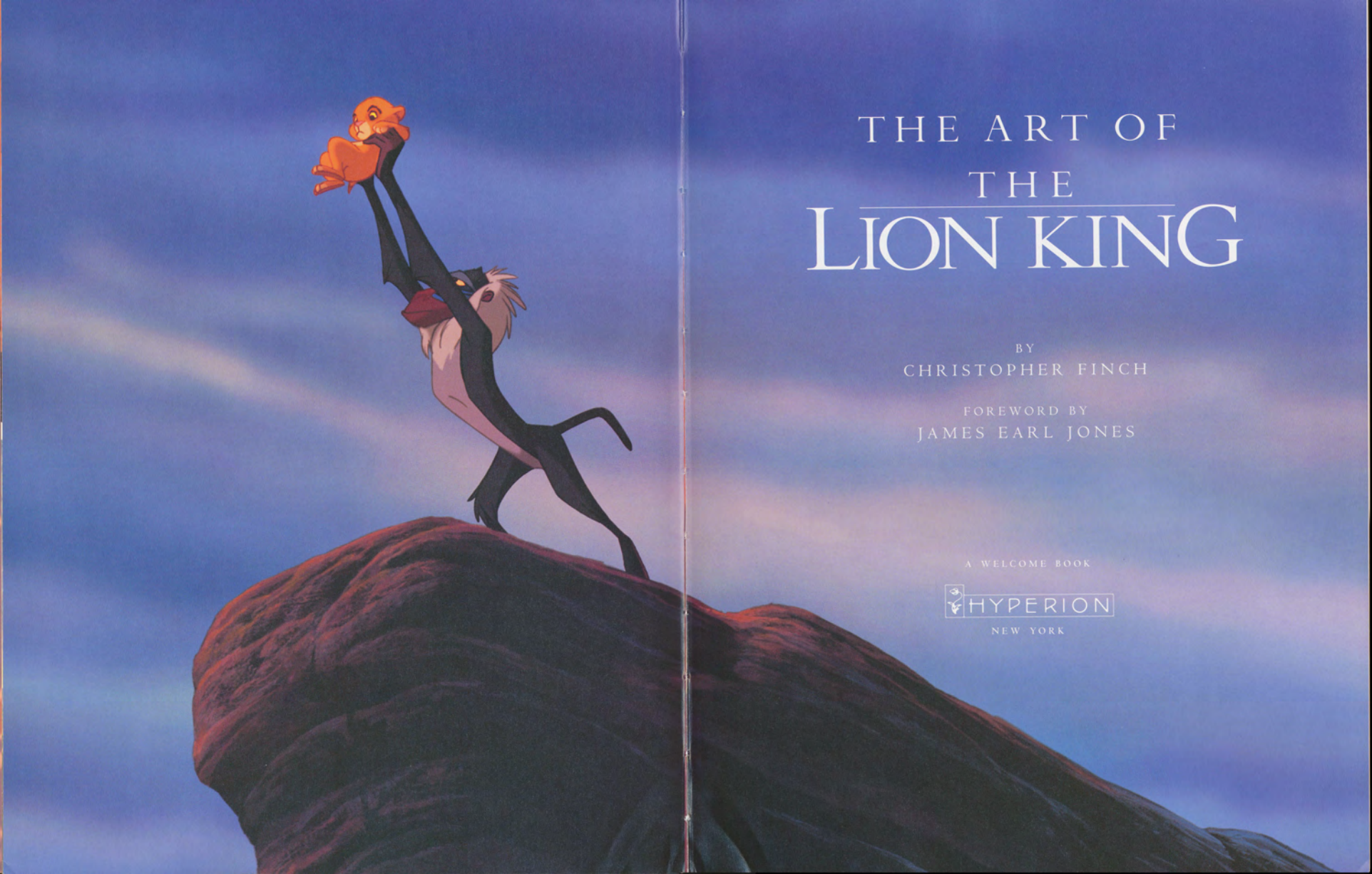


FROM THE DAY WE ARRIVE ON THE PLANET
AND BLINKING STEP INTO THE SUN,
THERE'S MORE TO SEE THAN CAN EVER BE SEEN,
MORE TO DO THAN CAN EVER BE DONE.

THERE'S FAR TOO MUCH TO TAKE IN HERE,
MORE TO FIND THAN CAN EVER BE FOUND,
BUT THE SUN ROLLING HIGH
THROUGH THE SAPPHIRE SKY
KEEPS GREAT AND SMALL ON THE ENDLESS ROUND.

IT'S THE CIRCLE OF LIFE
AND IT MOVES US ALL,
THROUGH DESPAIR AND HOPE,
THROUGH FAITH AND LOVE,
TILL WE FIND OUR PLACE
ON THE PATH UNWINDING
IN THE CIRCLE,
THE CIRCLE OF LIFE.





THE ART OF THE LION KING

BY
CHRISTOPHER FINCH

FOREWORD BY
JAMES EARL JONES

A WELCOME BOOK

HYPERION
NEW YORK

"Circle of Life," "Can't Wait To Be King," "Be Prepared," "Hakuna Matata," "Can You Feel The Love Tonight," lyrics by Tim Rice. Music by Elton John. Copyright © 1994 Walt Disney Music Company. All Rights Reserved. Used by Permission.

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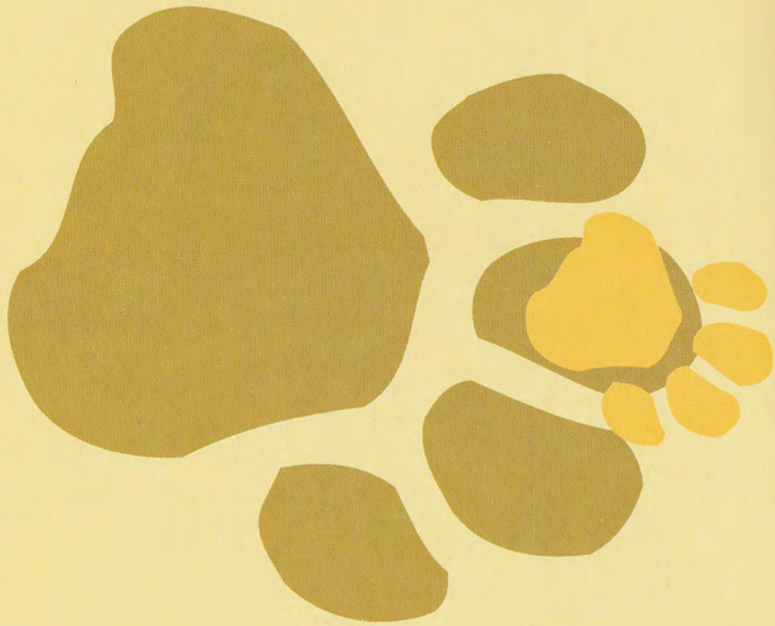

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FOREWORD

JAMES EARL JONES AND PENELOPE NIVEN

The art of *The Lion King* is animated magic and mystery—the alchemy of imagination and technology. I have done voices for animated films before, but when I was asked to be the voice of Mufasa, the Lion King, I did not anticipate what an exciting adventure it would be.

We began with a beautifully written script about a child challenged by the death of his father, the king, and his eventual journey to assume the throne. This allegory takes place in the animal kingdom, where the animal creatures talk as people do. Even though the story is set in Africa, unfolding to the sounds of African-inspired music, rhythm, and instruments, a blend of Africa and non-Africa in style, once the voice-actors took up their roles, we stepped into a multicultural universe.

The Lion King very quickly evolved into a nonethnic drama. The cast included a talented array of actors—Robert Guillaume as Rafiki, King Mufasa's trusted friend; Jeremy Irons as Scar, Mufasa's avaricious brother; Jonathan Taylor Thomas as Simba, the young lion cub; Matthew Broderick as the adolescent Simba; Madge Sinclair as Sarabi, Simba's mother; and Cheech Marin as one of the rapscallions in the employ of the old king's brother. One of the advantages of animated art is that all sorts of actors can be used, without any allusions to how people look. What matters is how they sound, how the voice fits the character.

Creating the voice of an animated character is a challenge akin to that facing actors in the ancient Greek theater, who wore masks, and used their voices to evoke the emotional energy of the personalities they played. For the voice-actor in an animated film, the animated character is the "mask."

The Lion King made a swift transition to a stylized story of another culture not defined by "accent." I was not asked to sound like Jeremy Irons's brother, nor was he asked to sound like my brother. We simply used English as it might be spoken anywhere in the Western world. It soon becomes very comfortable for the viewer to hear familiar, homelike sounds coming out of the mouths of creatures from another continent.

To give an idea of the physical presence of my character, the directors showed me a panorama of storyboards, lined up against the walls of the recording studio. They also showed me a statuette of Mufasa, the old Lion King, used by the artists as they draw each individual animation drawing of the character.

Baboon or wildebeest, bird or lion, giraffe or elephant—every creature had his own animator, who became a specialist in that creature, and evoked character, as we know it in human terms, in animal shapes. Although most people would have a difficult time telling one lion from another in the wild, in this animation all the lions were clearly individual in their demeanor.

Our voices were recorded in the studios in Los Angeles, New York, and London; for the most part we worked individually, with an off-camera actor reading the lines of the other characters in our scenes. Jeremy Irons and I never actually

worked together in the studio. While his lines were read to me, I tried to give Mufasa's words as much inflection and meaning as possible.

As I spoke the lines, a camera recorded my facial behavior and body gestures. The film was then given to the chief animator for Mufasa. Using the film "model," the animators incorporated some of my physical persona into the drawings of Mufasa. If the lion grimaced, the artists drew my grimace, and so on.

Animation is art in layers: just as the animators refine the drawings, voice-actors heighten their characters and writers revise the script. There were many more fine-tuning sessions than I had ever experienced before in animated films. For several months after my initial recording of Mufasa's voice, I was called back often for short sessions to fine-tune certain lines, or to change dialogue.

My ten-year-old son Flynn, being an artist himself, was curious to see how the animation process works. One of the directors of *The Lion King* took us to the animation studio to observe how the characters were developed. We viewed the early stages of animation for the film, some scenes in temporary sketches and rough line drawings, and others in full and final color. In the opening scene, the Lion King stands in majestic profile, with a thunderhead in the background. Before him is a panorama: the creatures of his kingdom traverse the African plains. This extraordinary fusion of visual art and vibrant music took my breath away.

Flynn found all of this immensely exciting, and it may have given him some light toward a possible journey into doing that kind of work himself.

The Lion King tells the story of the enduring bond forged between a father and a son—a bond so strong that it transcends even the father's death. When Mufasa dies, what remains for the young Lion Prince Simba is a legacy of memories and strong principles, as taught to him by his father, and those principles guide him toward his future.

I particularly admire one quality evoked in the old Lion King: he loves his wife and he loves his son. He is a doting dad, even a bit "dopey" about his cub, but the doting does not reduce his dignity or majesty.

From the first time I saw the evolving footage of the film, I was deeply moved by the voice of Jonathan Taylor Thomas, the young actor playing Simba, the new Lion King, who has not yet attained his full growth, and who still desperately needs his father. We see in the allegory how every child is vulnerable—and reliant on his parents. The tragedy of the old king's death is hauntingly evoked in this child's voice. Out of his need for consultation with his father, Simba summons his father's spirit, and his father appears as a ghost, to give him counsel.

This is a universal story. Mufasa tells his son, "Look inside yourself, Simba. You are more than what you have become. You must take your place in the Circle of Life."

The magical art of *The Lion King* invites each of us into that circle.

ACT ONE

In the velvet blackness of an African night
— at the hour before dawn when the land is full of dreams —
a lone voice heralds the new day.

As the red disc of the sun rises,
the one voice becomes many
until the Pride Lands echo with song.

The distant mountain floats above the mist.
Vast herds move across the golden plain,
and the heavens come alive with storks and doves,
kingfishers, and flamingos.

EARLY VISUAL DEVELOPMENT
WATERCOLORS BY VANCE GERRY.

OPPOSITE:
THE ANIMALS GATHER IN
THE SHADOW OF PRIDE ROCK.
CONCEPT PAINTING BY
GREGORY DROLETTE.

OVERLEAF:
PRODUCTION STILL.

High on Pride Rock, Mufasa the Lion King waits,
watching as the creatures of his domain gather below
to celebrate the arrival of the newborn Prince.

TOP: ANIMALS ON THEIR WAY TO PRIDE ROCK.
ABOVE: MUFASA AND SARABI WITH BABY SIMBA.
STORY SKETCHES BY ART DIRECTOR ANDY GASKILL.

RIGHT:
MUFASA AND ZAZU ON PRIDE ROCK. STORY SKETCH BY ANDY GASKILL.

BELOW:
ZEBRAS SALUTE SIMBA'S ARRIVAL. STORY SKETCH BY ANDY GASKILL.

OVERLEAF:
PRODUCTION STILL.

RAFIKI PRESENTS SIMBA TO THE GATHERED ANIMALS. STORY SKETCH BY ANDY GASKILL.

Rafiki, keeper of the mysteries, anoints Prince Simba's brow,
sprinkles the cub with ceremonial dust,
and raises him to the skies
for all of heaven and earth to see.

Mufasa's jealous sibling, Scar,
sits in the shade, taking bitter pride in his absence
from the sacred ceremony, scheming and dreaming of the day
he will usurp the throne.

SCAR TOYS WITH A MOUSE HE HAS CAUGHT. STORY SKETCH BY LORNA COOK.

MUFASA DEMANDS TO KNOW WHY SCAR MISSED THE CEREMONY. WORKBOOK DRAWINGS BY ANDY GASKILL.

ZAZU, KING MUFASA'S MAJORDOMO. PRODUCTION STILL.

Zazu the hornbill, Pride Rock's chief of protocol,
informs an indifferent Scar
his truancy has not gone unnoticed.

Confronted by Mufasa,
Scar hides his rage beneath a cloak of scorn.

SIMBA ON PRIDE ROCK. PRODUCTION STILL.

Each sunrise finds Simba in the royal cave nudging his father from sleep, begging him to join in the immemorial games that ensure the survival of the species.

SIMBA ATTEMPTS TO WAKE HIS FATHER. ANIMATION DRAWINGS BY BROOSE JOHNSON (TOP) AND CHRIS WAHL (CENTER AND BOTTOM).

MUFASA AND SIMBA SURVEY SIMBA'S FUTURE KINGDOM FROM THE TOP OF PRIDE ROCK. PRODUCTION STILL.

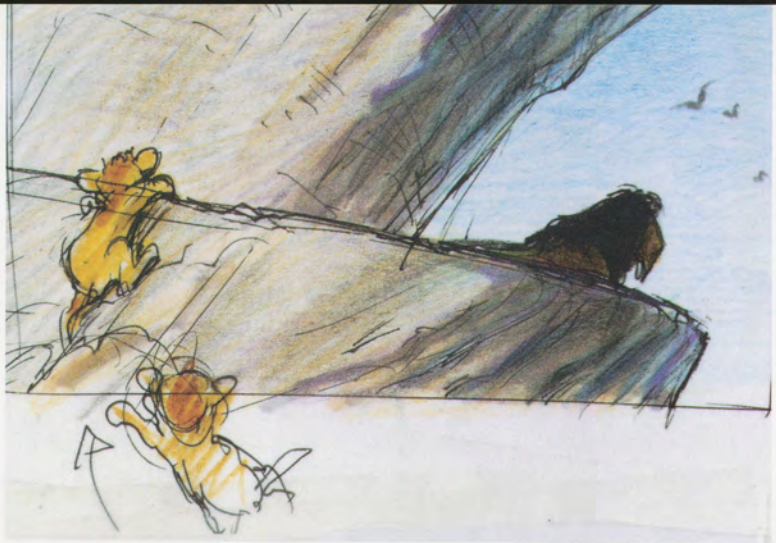
From the peak of Pride Rock,
father and son survey the Lion King's domain.

Crossing his kingdom, Mufasa speaks earnestly
of the Circle of Life — the endless chain
that links all living things,
from the crawling ant to the leaping antelope.

ABOVE:
WHEN MUFASA COACHES SIMBA IN THE ART OF POUNCING, ZAZU BECOMES THE VICTIM. STORY SKETCHES BY BURNY MATTINSON.

LEFT:
MUFASA AND SIMBA EXPLORE THE PRIDE LANDS. CONCEPT ART BY BURNY MATTINSON.

OVERLEAF:
THE PRIDE LANDS. COLOR KEYS BY DON MOORE (TOP) AND RICHARD SLUITER (BOTTOM).



THUMBNAIL SKETCHES OF SCAR
BY ANDREAS DEJA.

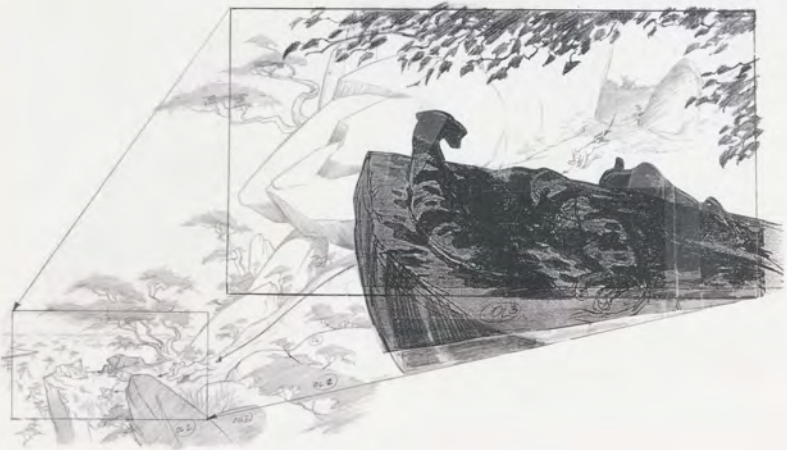
Too young to read the fury in his uncle's eyes
Simba tells Scar all he has learned that day —
how he, not Scar, will become the Lion King.

Sly Scar exacts a promise from the cub,
a pledge that Simba will never venture near
the forbidden place where elephants go to die.

SIMBA VISITS SCAR.

OPPOSITE TOP:
WORKBOOK DRAWING BY ANDY GASKILL.

OPPOSITE BOTTOM:
PRODUCTION STILL.



A graveyard!
Scar has planted a secret Simba must share at once with Nala, his greatest and most trusted friend. He finds her in the dappled shade of Pride Rock lazing with the lionesses of the pride.

SIMBA IS PICKED UP BY
HIS MOTHER FOR AN
UNWELCOME BATH.

TOP LEFT AND CENTER LEFT:
STORY SKETCHES
BY BARRY JOHNSON.

BOTTOM LEFT:
STORY SKETCH
BY ANDY GASKILL.

SIMBA FINDS NALA WITH THE LIONESSES.

OPPOSITE TOP: LAYOUT BY JEFF DICKSON.
TOP: CONCEPT PAINTING BY GREGORY DROLETTE.
ABOVE: WORKBOOK DRAWING BY ANDY GASKILL.

SIMBA AND NALA BEG FOR PERMISSION TO EXPLORE.
STORY SKETCH BY BARRY JOHNSON.

SIMBA WITH A MANE OF FOLIAGE.
STORY SKETCH BY BRENDA CHAPMAN.

Simba and Nala can barely mask their curiosity,
but first they must lose their escort, Zazu,
sent along to keep mischief at bay.

SIMBA TEASES ZAZU. PRODUCTION DESIGN ART BY CHRIS SANDERS.

SIMBA, NALA, AND ZAZU.
ANIMATION DRAWINGS BY MARK HENN AND AARON BLAISE.

STORYBOARD SKETCHES BY BARRY JOHNSON.

Mistaking the cubs' whispered plans for love talk,
Zazu imagines that romance is blooming.
The cubs scoff at his quaint ideas
and plot their escape.

CONCEPT ART BY CHRIS SANDERS.

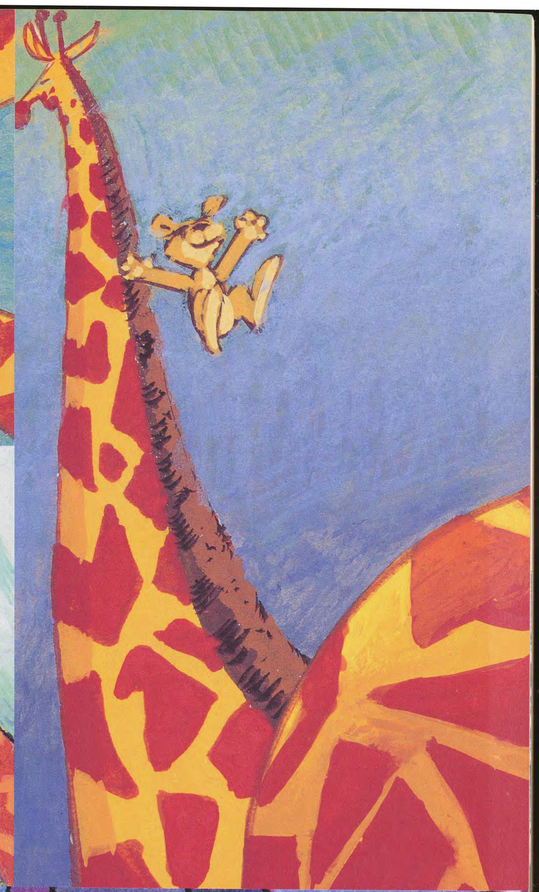
Trying to elude their feathered guardian,
the cubs play hide and seek.

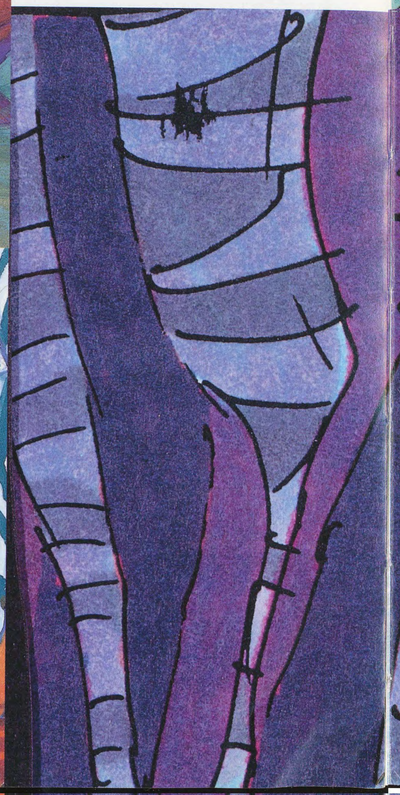
Elephants and hippos, monkeys and giraffes
join in the fun as Simba sings his song.

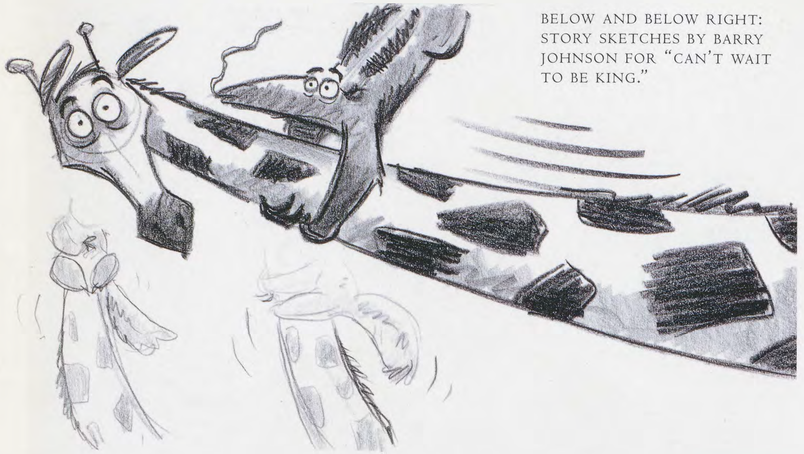
ABOVE:
CONCEPT ART BY CHRIS SANDERS.

LEFT:
SOARING ABOVE THE HERDS, ZAZU SEARCHES FOR THE MISCHIEVOUS CUBS. PRODUCTION STILL.

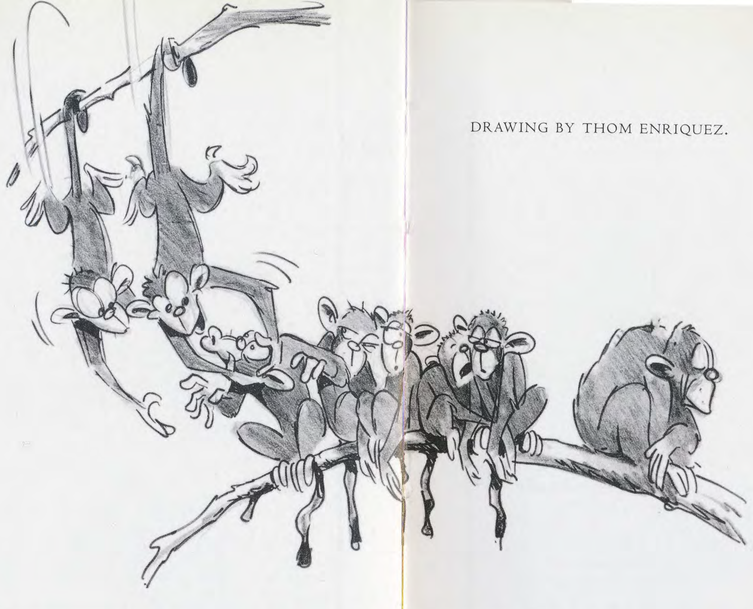
THIS PAGE AND OPPOSITE: CONCEPT ART BY CHRIS SANDERS AND RICHARD SLUITER FOR SIMBA'S MUSICAL NUMBER, "CAN'T WAIT TO BE KING."







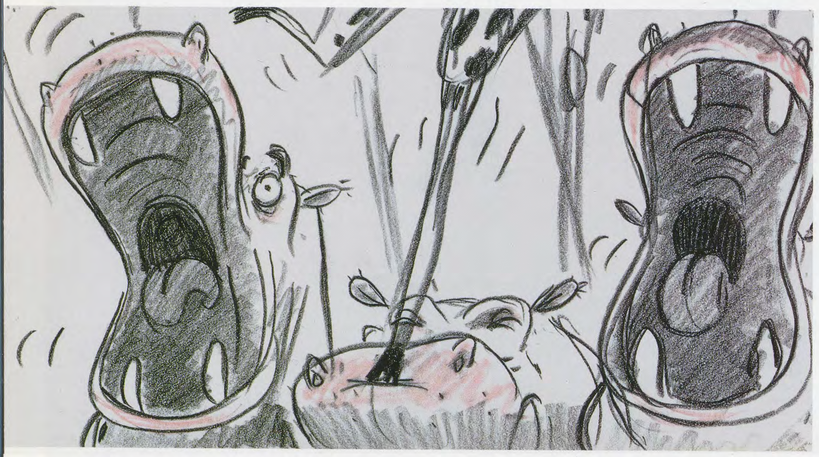
BELOW AND BELOW RIGHT:
STORY SKETCHES BY BARRY JOHNSON FOR "CAN'T WAIT TO BE KING."

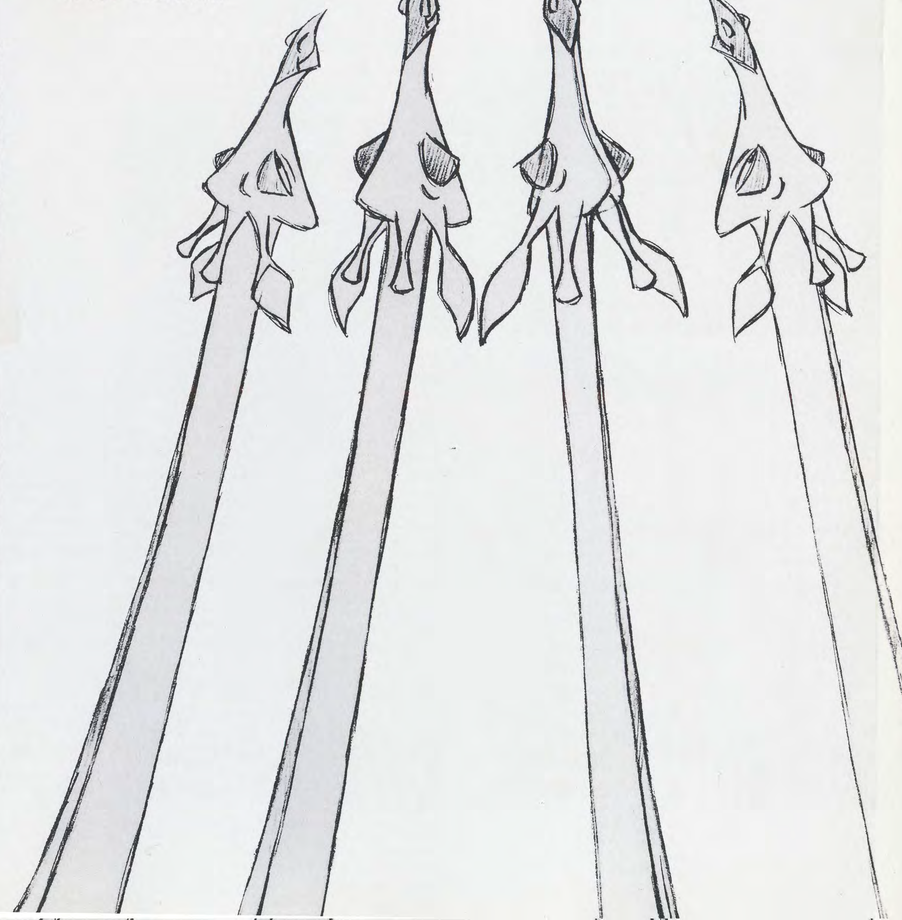


DRAWING BY THOM ENRIQUEZ.

ABOVE:
STUDY BY CHRIS SANDERS.

BELOW:
ANIMATION DRAWING
BY LOU DELLAROSA.





STORYBOARD ART BY BARRY JOHNSON.

I'M GONNA BE A MIGHTY KING
SO ENEMIES BEWARE!
(I'VE NEVER SEEN A KING OF BEASTS WITH
QUITE SO LITTLE HAIR.)
I'M GONNA BE THE MANE EVENT
LIKE NO KING WAS BEFORE.
I'M BRUSHING UP ON LOOKING DOWN,
I'M WORKING ON MY ROAR.
(THUS FAR A RATHER UNINSPIRING THING.)
OH, I JUST CAN'T WAIT TO BE
KING!

NO ONE SAYING DO THIS,
NO ONE SAYING BE THERE,
NO ONE SAYING STOP THAT,
NO ONE SAYING SEE HERE.
FREE TO RUN AROUND ALL DAY,
FREE TO DO IT ALL MY WAY.

EVERYBODY LOOK LEFT,
EVERYBODY LOOK RIGHT,
EVERYWHERE YOU LOOK I'M
STANDING IN THE SPOTLIGHT.

LET EVERY CREATURE GO FOR BROKE AND SING,
LET'S HEAR IT IN THE HERD AND ON THE WING,
IT'S GONNA BE KING SIMBA'S FINEST FLING,
OH, I JUST CAN'T WAIT TO BE
KING!

ZAZU AMONGST THE ZEBRAS. CONCEPT ART BY RICHARD SLUITER.

CONCEPT ART BY CHRIS SANDERS.

A panoramic view of the “can’t wait to be king” animal pyramid. Story sketch by Thom Enriquez

A PANORAMIC VIEW OF THE “CAN’T WAIT TO BE KING” ANIMAL PYRAMID. STORY SKETCH BY THOM ENRIQUE

THE CUBS ARRIVE AT
THE ELEPHANT GRAVEYARD.
WORKBOOK DRAWINGS
BY ANDY GASKILL.

SIMBA AND NALA IN THE ELEPHANT GRAVEYARD. COLOR KEY BY DOUG BALL.

Escaping Zazu
the lion cubs arrive at the graveyard,
an eerie spot guarded by thermal springs.

A jet of steam subsides to reveal an eerie landscape
littered with skeletons and monumental piles of bones.
This macabre world seems to go on forever,
vanishing into hissing vapor and eternal gloom.

ABOVE:
ANIMATION ART BY AARON BLAISE.

LEFT:
STORY SKETCH BY ANDY GASKILL.

OVERLEAF:
THE ELEPHANT GRAVEYARD.
BACKGROUND BY DON MOORE.

LEFT TO RIGHT: ED, SHENZI, AND BANZAI.
ANIMATION DRAWING BY DAVE BURGESS.

From within a massive skull comes chilling laughter,
and in the empty sockets blazing eyes appear.
A grinning trio of hyenas slinks into view:
baleful Shenzi, sadistic Banzai, and addlepated Ed.

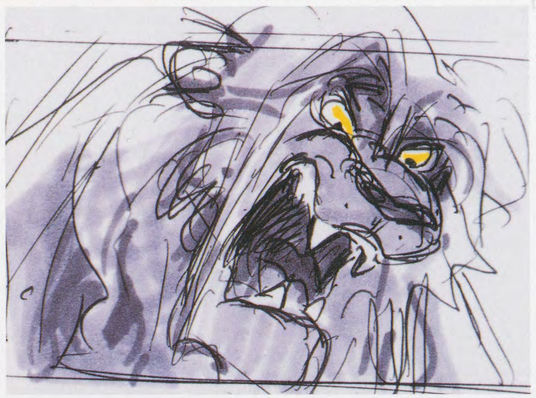
DRAWING BY ANDY GASKILL.

IN THE ELEPHANT GRAVEYARD. LAYOUT BY JEFF DICKSON.

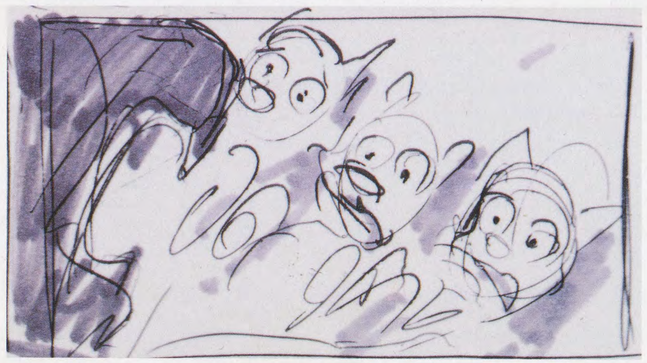
Weaving amongst the skeletons, blinded by mist and steam,
their short legs racing over treacherous terrain,
Simba and Nala flee, hyenas in pursuit.

Zazu is caught
and plunged into a thermal cauldron,
barely escaping with his feathers intact.

ROUGH LAYOUT DRAWING BY JEFF DICKSON.



ABOVE LEFT AND RIGHT: MUFASA. WORKBOOK DRAWING BY ANDY GASKILL AND ANIMATION DRAWING BY BRAD KUHA.



ABOVE:
THE HYENAS COWER BEFORE MUFASA.
WORKBOOK DRAWING BY ANDY GASKILL.

BELOW:
ANIMATION DRAWINGS BY ALEX KUPERSHMIDT.
CLEANUP BY ALEX TOPETE.

A roar seems to bring the whole world to a stop.
The three hyenas freeze
until Mufasa's paw sends them running.

WORKBOOK DRAWING BY ANDY GASKILL.

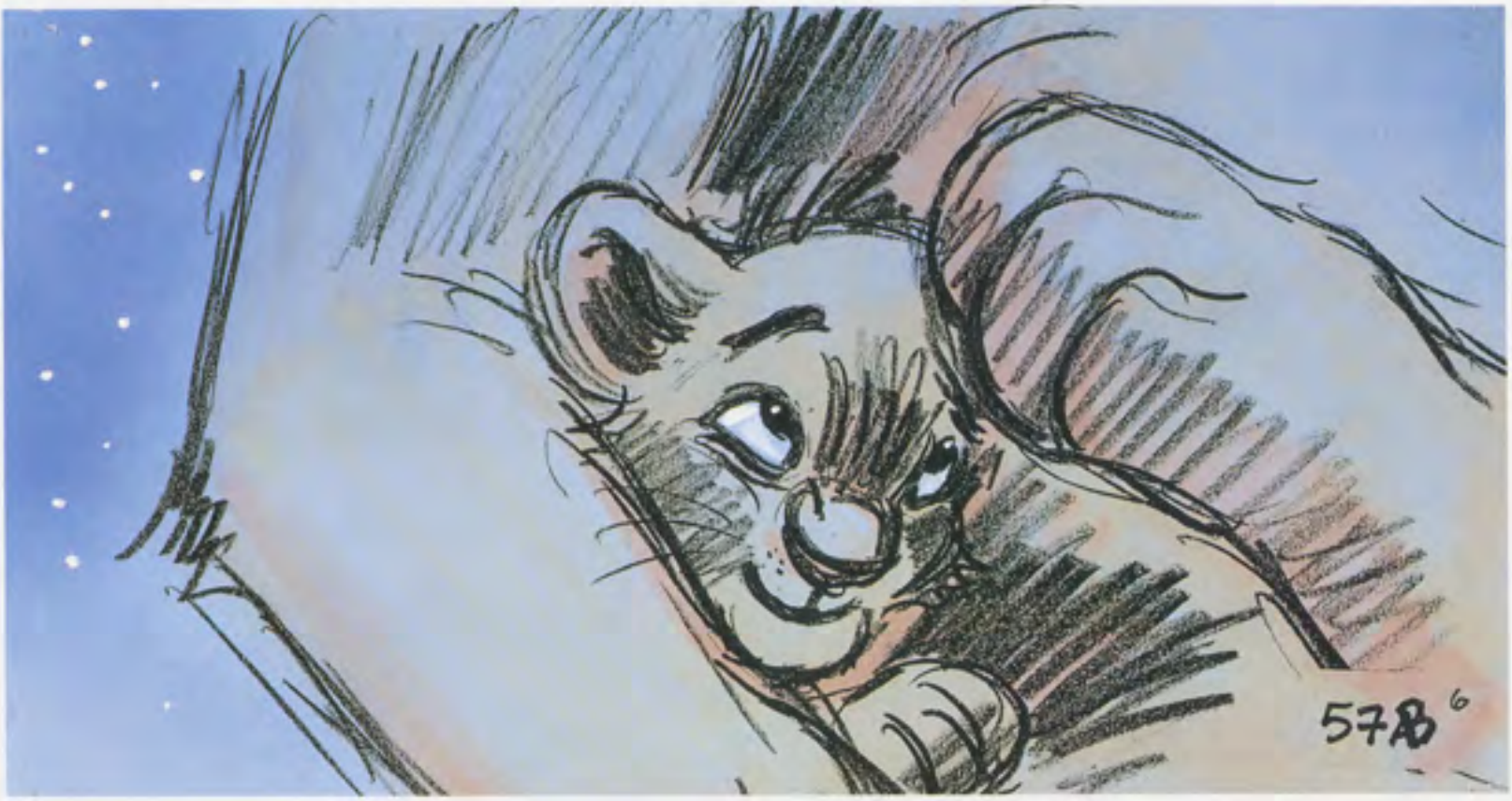
The sun sinks in the sapphire sky,
but Simba does not notice its expiring glory.
His head hung in shame, he follows Mufasa home,
planting his childish paws in his father's giant footsteps.

PRODUCTION STILL.

In the gathering dusk, Mufasa turns to face his son.
Tears of regret glisten in Simba's eyes.

SIMBA FOLLOWS HIS FATHER HOME. PRODUCTION STILL.

OPPOSITE:
WORKBOOK DRAWING BY ANDY GASKILL.



STORYBOARD ART BY LORNA COOK.

Mufasa talks of wisdom and folly,
the difference between bravery and bravado,
and explains how even a Lion King can know fear
when he believes he may have lost a son he loves.

Night comes quickly to the Pride Lands.
The sky turns violet and shatters into stars.
At this magic hour, Mufasa and his son
sit beneath the slowly turning galaxies,
surrendering themselves to
the rhythms of the nocturnal world.

LEFT:
CONCEPT PAINTING
BY DON MOORE.

BELOW:
STORYBOARD ART
BY BURNY MATTINSON.

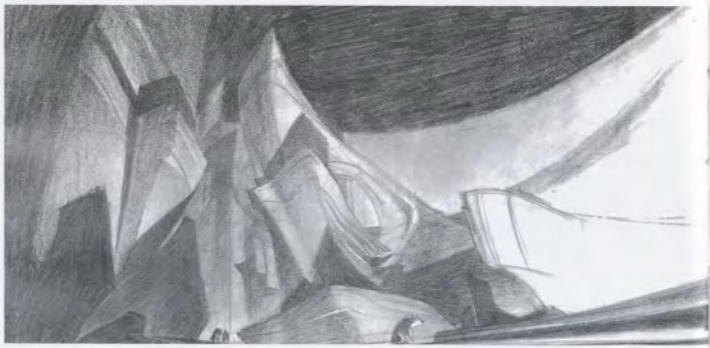
Mufasa passes along the wisdom of the pride, telling Simba how the great kings of the past look down from the stars and will always be there to guide him.

Meanwhile Scar conceives a bolder scheme,
one that will rid the Pride Lands of King Mufasa
and the royal brat at one fell swoop.

Scar preens and poses on his rocky pedestal,
exhorting his accomplices to greater heights of infamy.

ABOVE:
SCAR INCITES THE HYENAS.
STORY SKETCHES BY GARY
TROUSDALE.

RIGHT AND OPPOSITE:
LAYOUT DRAWING
BY LORENZO MARTINEZ.



I KNOW THAT YOUR POWERS OF RETENTION
ARE AS WET AS A WARTHOG'S BACKSIDE,
BUT THICK AS YOU ARE, PAY ATTENTION!
MY WORDS ARE A MATTER OF PRIDE.

IT'S CLEAR FROM YOUR VACANT EXPRESSIONS
THE LIGHTS ARE NOT ALL ON UPSTAIRS,
BUT WE'RE TALKING KINGS AND SUCCESSIONS,
EVEN YOU CAN'T BE CAUGHT UNAWARES.

SO PREPARE FOR THE CHANCE OF A LIFETIME,
BE PREPARED FOR SENSATIONAL NEWS,
A SHINING NEW ERA,
IS TIPTOEING NEARER.

AND WHERE DO WE FEATURE?

JUST LISTEN TO TEACHER.
I KNOW IT SOUNDS SORDID,
BUT YOU'LL BE REWARDED
WHEN AT LAST I AM GIVEN MY DUES
AND INJUSTICE IS DELICIOUSLY SQUARED —

BE PREPARED!

ABOVE:
STORY SKETCHES BY JORGEN KLUBIEN.

WORKBOOK DRAWINGS
BY ANDY GASKILL.

IT'S GREAT THAT WE'LL SOON BE CONNECTED
WITH A KING WHO'LL BE ALL TIME ADORED.

OF COURSE, QUID PRO QUO, YOU'RE EXPECTED
TO TAKE CERTAIN DUTIES ON BOARD.
THE FUTURE IS LITTERED WITH PRIZES,
AND THOUGH I'M THE MAIN ADDRESSEE,
THE POINT THAT I MUST EMPHASIZE IS
YOU WON'T GET A SNIFF WITHOUT ME.

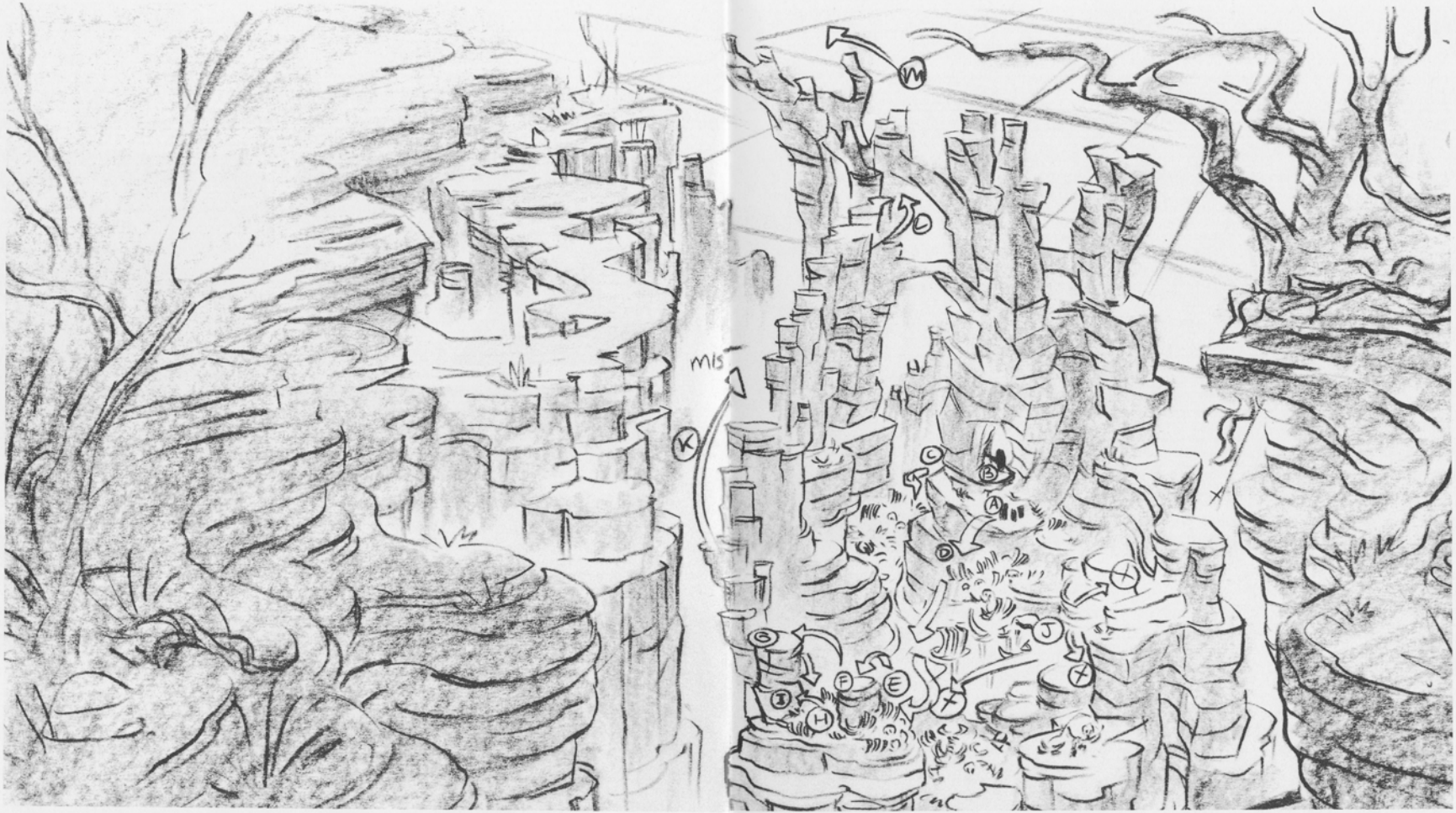
SO PREPARE FOR THE COUP OF THE CENTURY.

BE PREPARED FOR THE MURKIEST SCAM,
METICULOUS PLANNING,
TENACITY SPANNING
DECADES OF DENIAL
IS SIMPLY WHY I'LL
BE KING UNDISPUTED,
RESPECTED, SALUTED,
AND SEEN FOR THE WONDER I AM.
YES, MY TEETH AND AMBITIONS ARE BARED —

BE PREPARED!

Rank upon rank of hyenas strut below
as geysers erupt in clouds of steam.
The earth itself appears to crack apart
in the face of Scar's villainous ambitions.

WORKBOOK DRAWINGS
BY ANDY GASKILL.



THIS ELABORATE "FLOW CHART," DEVISED BY LORENZO MARTINEZ FOR SCAR'S "BE PREPARED" MUSICAL NUMBER, SHOWS HOW CAREFULLY THE CONTINUITY OF EACH SEQUENCE IS PLANNED.

A. SCENES 2–12: HYENA TRIO.
B. SCENES 12–15: SCAR APPEARS.
C. SCENE 16: SCAR WALKS AROUND BEHIND PILLAR, CONFRONTS HYENAS.
D. SCENES 17–20: HYENAS RUN AWAY DOWNHILL TO DEAD END.
E. SCENES 21–28: SCAR CORNERS HYENAS AT DEAD END.
F. SCENES 29–30: SCAR JUMPS UP ON PEDESTAL #1.
G. SCENES 32–38: SCAR JUMPS UP ON PEDESTAL #2, HYENAS SPAN GAP.
H. SCENES 39–45: HYENAS FALL INTO BONES, SCAR JOINS THEM.
I. SCENES 46 AND 47: HYENAS SLAMMED AGAINST THE WALL.
G. SCENE 48: SCAR JUMPS BACK UP ON PEDESTAL #2.
J. SCENE 49: ARENA WITH HYENAS "POP-UP," OUR THREE IN FOREGROUND.
K. SCENES 53–MID 54: ALL START UP FIRST CURVE.
L. SCENES MID 54–59: ALL START UP SECOND CURVE.
M. SCENES 60–62: SCAR ON TOP, HYENAS BELOW.

THE GORGE. A STUDY BY MAC GEORGE.

With lies and wily flattery
Scar lures Simba to a winding gorge
and tells him to wait there until Mufasa comes.

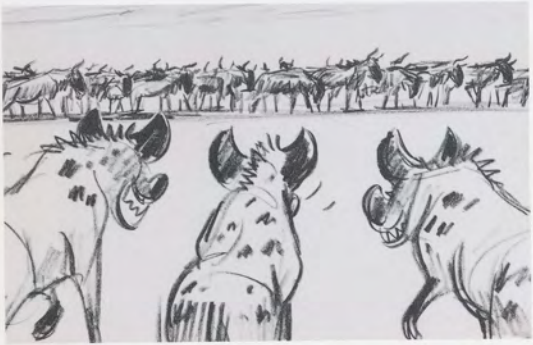
THE GORGE. BACKGROUND COLOR KEY BY DOUG BALL. BASED ON LAYOUT KEY DESIGN BY JENNIFER YUAN AND DAN ST. PIERRE.

As Simba practices his roar,
Scar signals to his criminal confederates
and sets a tragedy in motion.

CONCEPT ART BY DON MOORE.

WHEN THEY RECEIVE THE SIGNAL FROM SCAR, SHENZI, BANZAI, AND ED TRIGGER A STAMPEDE.

STORY ART BY THOM ENRIQUEZ.



STORY SKETCH BY LORNA COOK.

PRODUCTION STILL.

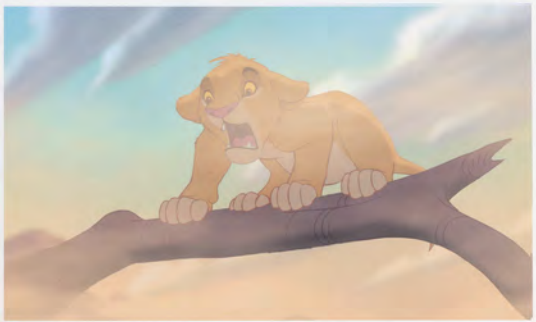
RIGHT:
STORY SKETCH BY THOM ENRIQUEZ.

BELOW RIGHT:
DURING PRODUCTION OF THE STAMPEDE SEQUENCE, INDIVIDUAL ANIMALS WERE TAGGED WITH FLUORESCENT COLORS TO MAKE THEM EASIER TO FOLLOW. CEL ANIMATION BY LINDA BEL.

BELOW:
MUFASA CALLS OUT SIMBA'S NAME. THESE ANIMATION DRAWINGS BY TONY FUCILE SHOW HOW ANIMATORS EXAGGERATE EXPRESSIONS TO CONVEY A CHARACTER'S EMOTIONS. CLEANUP BY BRIAN CLIFT.

Simba hears a sound like thunder.
Dust rises and the earth begins to tremble.

LEFT:
STORYBOARD ART
BY THOM ENRIQUEZ.

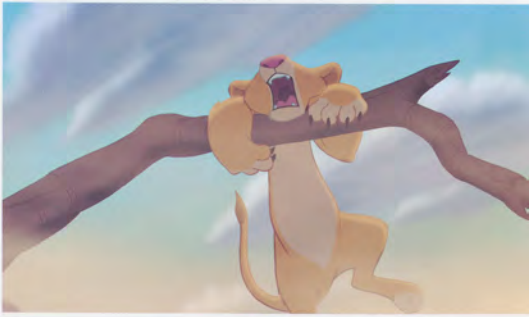


LEFT AND ABOVE:
PRODUCTION STILLS.

As he clings to a rotting tree,
a tide of wildebeests sweeps by.

Scar warns Mufasa of Simba's peril,
sending his brother charging
into the path of the stampede.

STAMPEDE IN THE CANYON.
SKETCH BY BURNY MATTINSON.



SIMBA CLINGS TO A BRANCH.
PRODUCTION STILL.

MUFASA ROARS.
ANIMATION DRAWING
BY TONY FUCILE.

ABOVE AND LEFT:
STORY ART BY THOM ENRIQUEZ.

With his last reserve of strength,
Mufasa reaches up and places Simba on a ledge,
safe from the panicked herd.

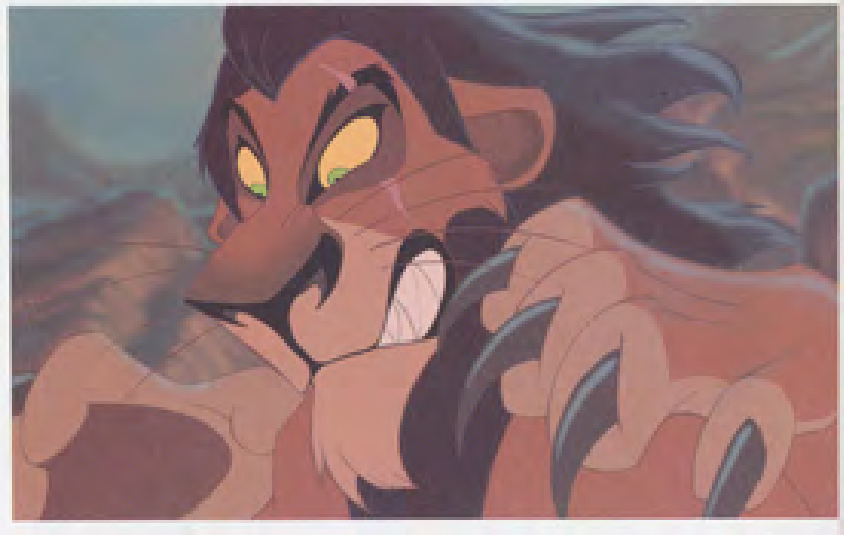
ABOVE RIGHT:
ANIMATION DRAWING BY ANDREAS DEJA. CLEANUP DRAWING BY KATHY BAILEY.

RIGHT:
WORKBOOK DRAWING BY ANDY GASKILL.

BELOW:
STORYBOARD ART BY THOM ENRIQUEZ.

Scrambling to save himself,
Mufasa sees his brother above him on the cliff,
stretching out a helping paw.

Inch by inch, Scar pulls Mufasa towards safety
but, at the last moment, lets him go and watches gleefully
as Mufasa vanishes beneath the slashing hooves.



MUFASA IS CRUSHED BY THE STAMPEDING WILDEBEESTS. CONCEPT ART BY CHRIS SANDERS.

RIGHT:
A STRAGGLING WILDEBEEST
TRAILS THE HERD.
PRODUCTION STILL.

ABOVE:
DRAWING BY ANDY GASKILL.

RIGHT:
PRODUCTION STILL.

In the stillness that follows,
Simba searches for his father
and finds a lifeless body sprawled in the dust.

As Simba sobs beside his father
Scar savors his hour of victory.

ABOVE:
WORKBOOK DRAWING BY ANDY GASKILL.

LEFT:
STORY SKETCHES BY LORNA COOK.

RIGHT:
PRODUCTION STILL.

BOTTOM RIGHT:
STORYBOARD ART
BY GARY TROUSDALE.

BELOW:
SIMBA LEAPS INTO THE
UNKNOWN. ANIMATION
DRAWINGS BY TOM BANCROFT.

Scar toys with Simba,
planting the seeds of guilt,
and tells the bewildered cub to flee
far from the Pride Lands.

With Scar's hyena mercenaries in pursuit and gaining,
Simba plunges from a bluff
into the unknown.

THE HYENAS' PURSUIT OF SIMBA IS HALTED BY A BARRIER OF THORNS. PRODUCTION STILLS.

The three hyenas watch as Simba vanishes,
certain that the desert sun will finish off their work.

Eloquent with false grief,
Scar reports the deaths of Simba and Mufasa
to the pride.

When the usurper's hyena cronies
lope into view
the lionesses recoil in horror.

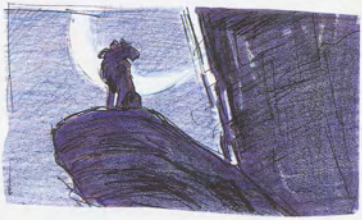
In his tree, Rafiki mourns
the loss of his friends.

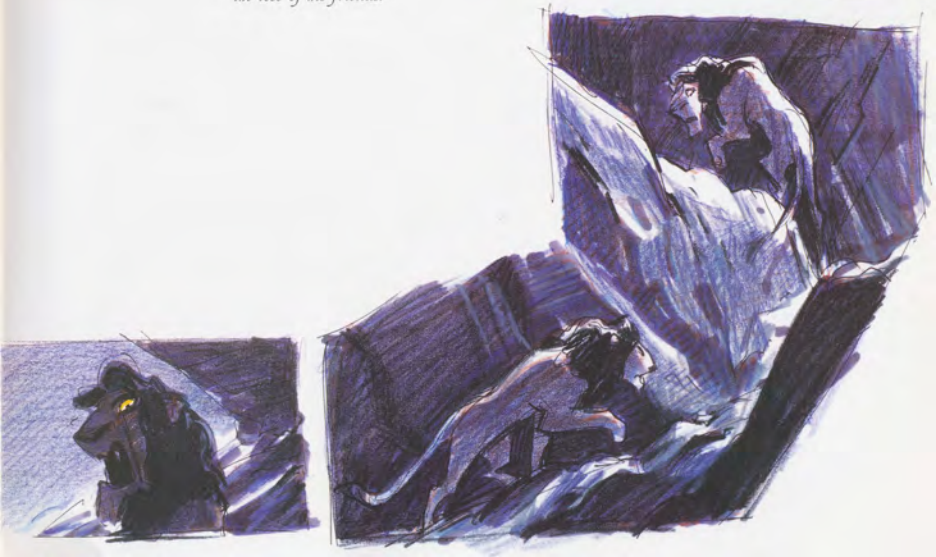
PAGES 94–95:
SCAR'S HYENA ALLIES ARRIVE AT PRIDE ROCK. BACKGROUND COLOR KEY BY RICHARD SLUITER.

OPPOSITE TOP:
RAFIKI MOURNS HIS FRIENDS. ANIMATION DRAWING BY JAMES BAXTER. LAYOUT DRAWING BY TOM SHANNON.

OPPOSITE BOTTOM:
NALA REACTS TO THE FALSE NEWS OF SIMBA'S DEATH. STORY SKETCH BY THOM ENRIQUEZ.

BELOW:
SCAR ASCENDS PRIDE ROCK. WORKBOOK DRAWINGS BY ANDY GASKILL.





Vultures circle overhead
as Simba collapses to the desert floor,
dazed by the blinding sun,
his legs too weak to carry on.

PAGES 98–99: SIMBA IN THE DESERT.
BACKGROUND COLOR KEY BY KATHY ALTIERI.

OPPOSITE BOTTOM: WORKBOOK DRAWING
BY ANDY GASKILL.

ABOVE: DESERT LANDSCAPE.
BACKGROUND COLOR KEY BY DON MOORE.

VULTURES CLOSING IN ON SIMBA.
TOP RIGHT: STORY SKETCH BY GARY TROUSDALE.
CENTER AND BOTTOM RIGHT: WORKBOOK
DRAWINGS BY ANDY GASKILL.

RIGHT:
PUMBAA. ANIMATION DRAWING
BY TONY BANCROFT.

BELOW:
PRODUCTION STILL.

Eeeeeeeeeeee — yaaaaaaaaaaa!
With an ear-splitting yell,
Timon the meerkat and Pumbaa the warthog
charge at the vultures.

As the ugly birds scatter,
the two friends see the lion cub
near death on the desert floor.

TIMON AND PUMBAA SCATTER
THE VULTURES. STORY SKETCH
BY GARY TROUSDALE.

ANIMATION DRAWING BY MICHAEL SURREY.

Timon pries Simba's lips apart
to reveal a fearsome set of teeth —
the jaws of a carnivore.

THE EDGE OF THE JUNGLE.
CONCEPT ART BY GUY DEEL.

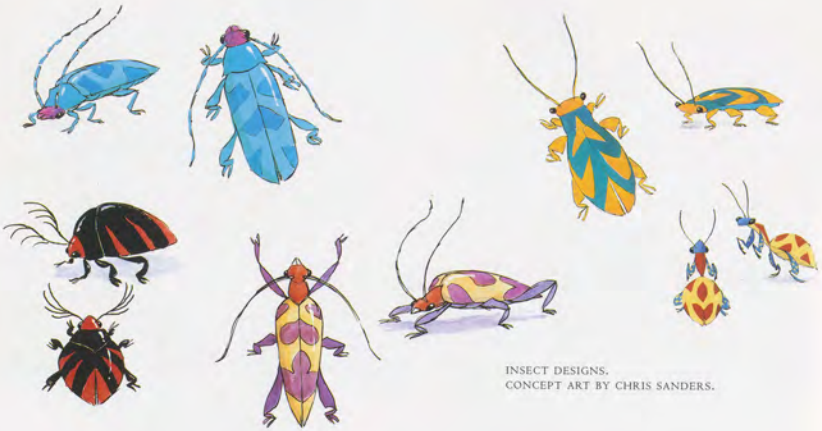
The cub seems so helpless,
Pumbaa picks him up
and carries him to the lush coolness
of the nearby jungle.

THE JUNGLE.
DRAWING BY JENNIFER YUAN
AND DAN ST. PIERRE.

HAKUNA MATATA. WORKBOOK DRAWING BY ANDY GASKILL.

Waking in unfamiliar surroundings,
Simba thanks the Good Samaritans who saved him,
then rises to take his leave.

Persuading Simba to stay with them
Timon and Pumbaa
introduce him to their philosophy:
HAKUNA MATATA — no cares at all!



INSECT DESIGNS.
CONCEPT ART BY CHRIS SANDERS.

Timon pulls back a fern
and Simba is introduced to his new friends' lair,
a jungle paradise complete with hanging vines,
a carpet of soft grasses, and a canopy of leaves.

Succulent spiders, juicy beetles, and worms —
Pumbaa and Timon initiate their newfound friend
into the surprises of their creepy-crawly diet.

And so it happens that Simba, the lost crown prince,
grows to manhood far from the Pride Lands,
in the jungle playground of Pumbaa and Timon.

HAKUNA MATATA!

WHAT A WONDERFUL PHRASE.

HAKUNA MATATA!

AIN'T NO PASSING CRAZE.

IT MEANS NO WORRIES FOR THE REST OF YOUR DAYS.

IT'S OUR PROBLEM-FREE PHILOSOPHY.

HAKUNA MATATA!

WHEN HE WAS A YOUNG WARTHOG

HE FOUND HIS AROMA LACKED A CERTAIN APPEAL.

HE COULD CLEAR THE SAVANNAH AFTER EV'RY MEAL.

I'M A SENSITIVE SOUL THOUGH I SEEM THICK-SKINNED,

AND IT HURT THAT MY FRIENDS

NEVER STOOD DOWNWIND.

AND OH THE SHAME

THOUGHT'A CHANGIN' MY NAME,

AND I GOT DOWN-HEARTED

EV'RY TIME THAT I . . .

HAKUNA MATATA! WHAT A WONDERFUL PHRASE.

HAKUNA MATATA! AIN'T NO PASSING CRAZE.

IT MEANS NO WORRIES, FOR THE REST OF YOUR DAYS.

IT'S OUR PROBLEM-FREE PHILOSOPHY.

HAKUNA MATATA!

HAKUNA MATATA!

HAKUNA MATATA!

TIMON WITH A FEAST OF INSECTS.
CONCEPT ART BY CHRIS SANDERS.

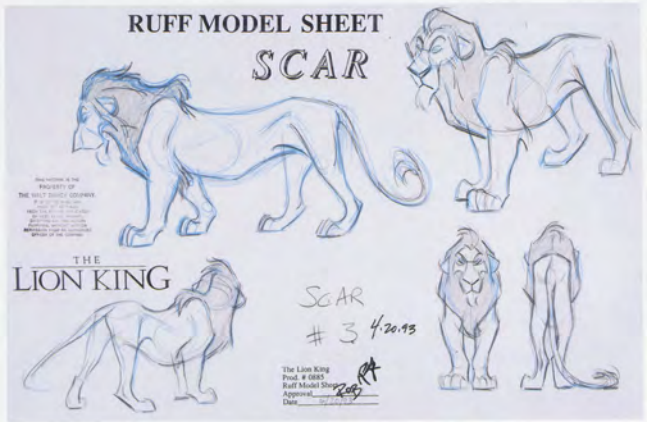
THESE STORY SKETCHES BY BRENDA CHAPMAN WERE USED TO REPRESENT SIMBA GROWING UP IN EARLY VERSIONS OF THE "HAKUNA MATATA" SEQUENCE.

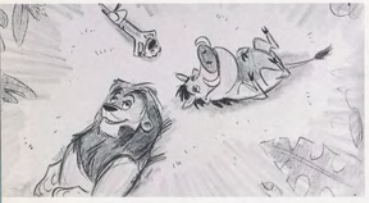
Meanwhile, at Pride Rock,
Scar the usurper sprawls in the royal cave,
tormenting Zazu to relieve his boredom.

TOP: STORY SKETCH BY BURNY MATTINSON.
ABOVE LEFT: STORY SKETCH BY BRENDA CHAPMAN.
ABOVE RIGHT: ANIMATION DRAWING BY JEAN MOREL. CLEANUP BY NANCY KNIEP AND KATHY BAILEY.

OPPOSITE TOP: STORY SKETCH BY BURNY MATTINSON.
OPPOSITE BOTTOM: MODEL SHEET BY ANDREAS DEJA.

Contemptuous and unannounced, Shenzi, Banzai, and Ed burst into the royal presence demanding food. But the herds have moved on, and the larder is bare.





STORY SKETCH BY BARRY JOHNSON.

One glorious tropical night,
Simba, Pumbaa, and Timon sprawl in a jungle clearing
gazing at the stars.

Simba recalls another starry night
and his father's reassuring words.

Overcome by melancholy, Simba goes off by himself.
Flopping to the ground, he loosens seed floss from a milkweed plant.
A breeze from the cooling plain below
lifts the seeds high into the starry sky
and carries them towards an ancient tree.

RAFIKI'S TREE. COLOR KEY BY GREGORY DROLETTE. FROM A LAYOUT DESIGN KEY BY MAC GEORGE.

ABOVE:
SIMBA FLOPS TO THE GROUND AND LOOSENS FEATHERY PARTICLES OF MILKWEED FLOSS. STORY SKETCH BY BARRY JOHNSON.

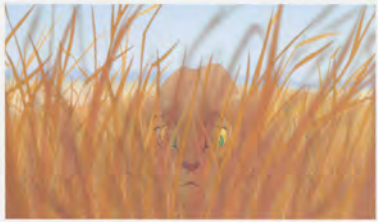
A hand snatches the seed floss from the air.
Rafiki sees what he has snared and dives into the tree.
In a big tortoise shell, he mixes the floss
with the contents of a gourd,
interprets the signs in the gumbo, and laughs.
Simba is alive!

ABOVE: PRODUCTION STILL.

RIGHT: THIS LAYOUT DRAWING BY TOM SHANNON DIAGRAMS RAFIKI'S ROUTE THROUGH HIS TREE TO HIS LABORATORY.

SENSING THAT SIMBA'S TIME HAS COME, RAFIKI ADDS A MANE TO
THE IMAGE OF THE LION CUB ON THE BARK OF HIS TREE.

TOP: PRODUCTION STILL.
ABOVE: STORY SKETCH BY LORNA COOK.

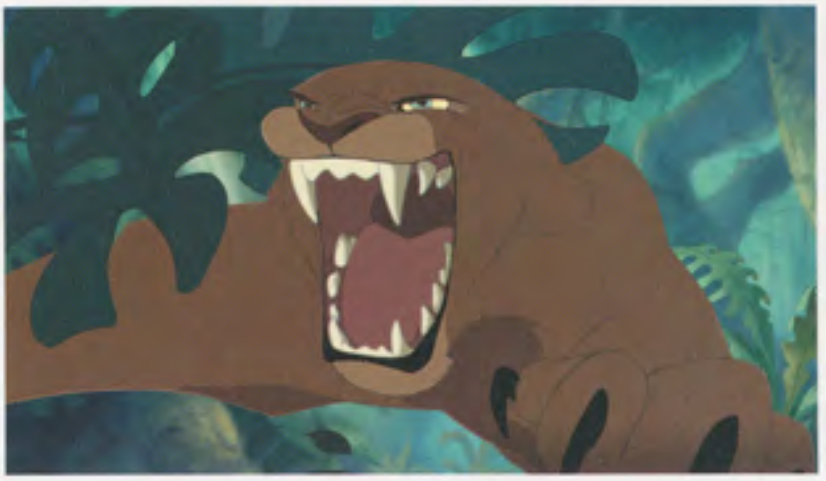


PREDATORS WATCH THEIR PREY.

TOP LEFT, CENTER RIGHT, AND BOTTOM LEFT: STORY SKETCHES BY KEVIN HARKEY.
TOP RIGHT: STORY SKETCH BY ANDY GASKILL.
CENTER LEFT AND BOTTOM RIGHT: PRODUCTION STILLS.

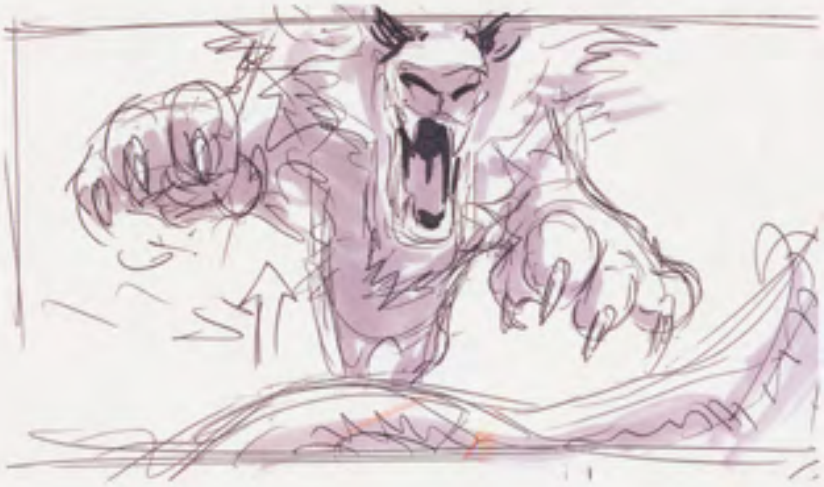
With all the stealth a warthog can muster,
Pumbaa stalks a plump and tasty bug.
Too late he spots a pair of hungry eyes.
The hunter is hunted.

TIMON WATCHES THE FIGHT. PRODUCTION STILL.



THE LIONESS. PRODUCTION STILL.

THE LIONESS. STORY SKETCH BY BARRY JOHNSON.



SIMBA. WORKBOOK DRAWING BY ANDY GASKILL.

The lioness springs at the trapped warthog
and all seems lost till, with a roar,
Simba dashes from the trees.

THE CHASE.

TOP AND CENTER LEFT:
STORY SKETCHES BY KEVIN HARKEY.

BOTTOM LEFT:
WORKBOOK DRAWING
BY ANDY GASKILL.

RIGHT:
THE SCENE OF THE CHASE.
BACKGROUND PAINTING BY KATHY
ALTIERI. FROM A LAYOUT KEY
DESIGN BY MAC GEORGE.

NALA FLIPS SIMBA, USING THE MOVE SHE PERFECTED AT HIS EXPENSE IN CHILDHOOD. THIS PAGE FROM ED GHERTNER'S LAYOUT WORKBOOK INCORPORATES BOTH HIS OWN DRAWINGS (LEFT) AND STORY SKETCHES BY BARRY JOHNSON (RIGHT).

The lions battle in the dirt,
Simba gaining the upper hand until,
with a crafty flip,
the lioness pins him.

SIMBA AND NALA ARE REUNITED IN UNEXPECTED CIRCUMSTANCES.
ANIMATION DRAWINGS BY TONY DEROSA AND RUBEN AQUINO.

Simba cannot believe that Nala has found him!
Nala cannot believe that Simba is alive!

Simba is still king.
This is Nala's firm belief —
a point of view that Simba does not share.

Together after so many years,
Simba and Nala feel the awakening of secret longings,
the reawakening of childhood dreams.

TIMON AND PUMBAA LAMENT THE LOSS OF THEIR PAL.

ABOVE TOP AND BOTTOM:
STORY SKETCHES BY BARRY JOHNSON. (THE SCENE AT TOP WAS CUT FROM THE FINAL FILM.)

ABOVE CENTER:
STORY SKETCH BY TOM SITO.

ABOVE RIGHT:
STORY SKETCH BY LORNA COOK.

RIGHT:
ANIMATION ART BY RUBEN AQUINO.

OPPOSITE:
WATERFALL BACKGROUND PAINTING BY DOUG BALL.

I CAN SEE WHAT'S HAPPENING
AND THEY DON'T HAVE A CLUE.
THEY'LL FALL IN LOVE AND HERE'S THE BOTTOM LINE:
OUR TRIO'S DOWN TO TWO.

THE SWEET CARESS OF TWILIGHT,
THERE'S MAGIC EVERYWHERE
AND WITH ALL THIS ROMANTIC ATMOSPHERE
DISASTER'S IN THE AIR.

CAN YOU FEEL THE LOVE TONIGHT?
THE PEACE THE EVENING BRINGS.
THE WORLD FOR ONCE IN PERFECT HARMONY
WITH ALL ITS LIVING THINGS.

I WANT TO SAY I LOVE HER
BUT HOW CAN I EXPLAIN
THE TRUTH ABOUT MY PAST? IMPOSSIBLE!
TOO MANY GHOSTS REMAIN.

HE'S HOLDING BACK, HE'S HIDING,
BUT WHAT I CAN'T DECIDE.
WHY WON'T HE BE THE KING I KNOW HE IS,
THE KING I SEE INSIDE?

CAN YOU FEEL THE LOVE TONIGHT?
YOU NEEDN'T LOOK TOO FAR.
STEALING THROUGH THE NIGHT'S UNCERTAINTIES,
LOVE IS WHERE THEY ARE.

AND IF HE FALLS IN LOVE TONIGHT
IT CAN BE ASSUMED
HIS CAREFREE DAYS WITH US ARE HISTORY.
IN SHORT OUR PAL IS DOOMED.

Simba and Nala wander through the enchanted landscape. Watching from afar, Timon senses the love between them and realizes that the carefree bachelor days have ended.

Nala tells Simba how Scar and his hyena hoodlums have laid waste to the Pride Lands.

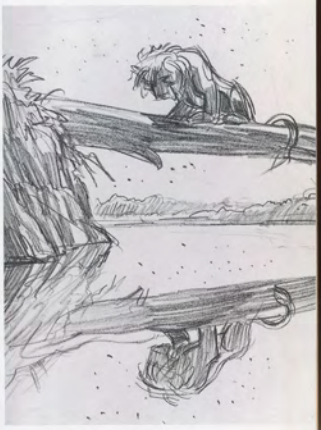
Still Simba insists he never will return.

SIMBA AND NALA. ANIMATION ART BY TONY DEROSA. CLEANUP BY SCOTT ANDERSON AND BILL BERG.

STORYBOARD ART BY ANDY GASKILL.

EARLY CONCEPT PAINTINGS BY NICK DOMINGO.

Confused by the news Nala has brought him,
Simba seeks solitude and guidance from the stars.



ABOVE:
STORY SKETCH BY ANDY GASKILL.

LEFT:
EARLY CONCEPT PAINTING
BY NICK DOMINGO.

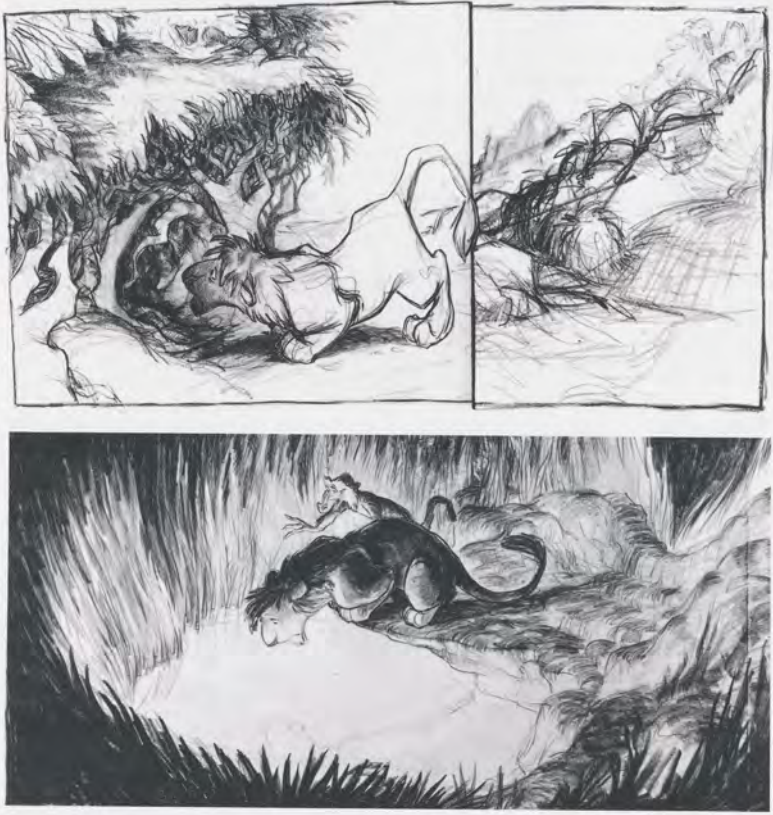
SIMBA UNDER THE STARS. STORY SKETCH BY ANDY GASKILL.

But the voices of the former kings are silent
and soon his reverie is interrupted
by a curious song:

Asante sana. Squash banana.
We we nugu. Mi mi apana.

RAFIKI GOADS SIMBA. STORY SKETCH BY ANDY GASKILL.

PRODUCTION STILLS.



STORY SKETCHES BY CHRIS SANDERS.

Telling Simba that his father is alive,
Rafiki orders the bewildered lion to follow him.

TOP: COLOR KEY BY BOB STANTON.
ABOVE: STORY SKETCH BY BRENDA CHAPMAN.

Simba gazes into the waters of a pool
and sees the image of a full-grown lion there,
but it is merely his reflection.

ABOVE:
STORY SKETCHES
BY ANDY GASKILL.

Disappointment overcomes him once again,
but then he hears Mufasa's voice!

The darkness begins to shimmer.
Mufasa's spectral image appears,
an awesome presence filling the air with supernatural radiance,
as if some star has fallen to earth.

And now the phantom king speaks to his son:
Look inside yourself, Simba.
You will find that you are more than what you have become.
You must take your place in the Circle of Life.
Remember who you are . . .

STORY SKETCH
BY LORNA COOK.

STORY SKETCH
BY BARRY JOHNSON.

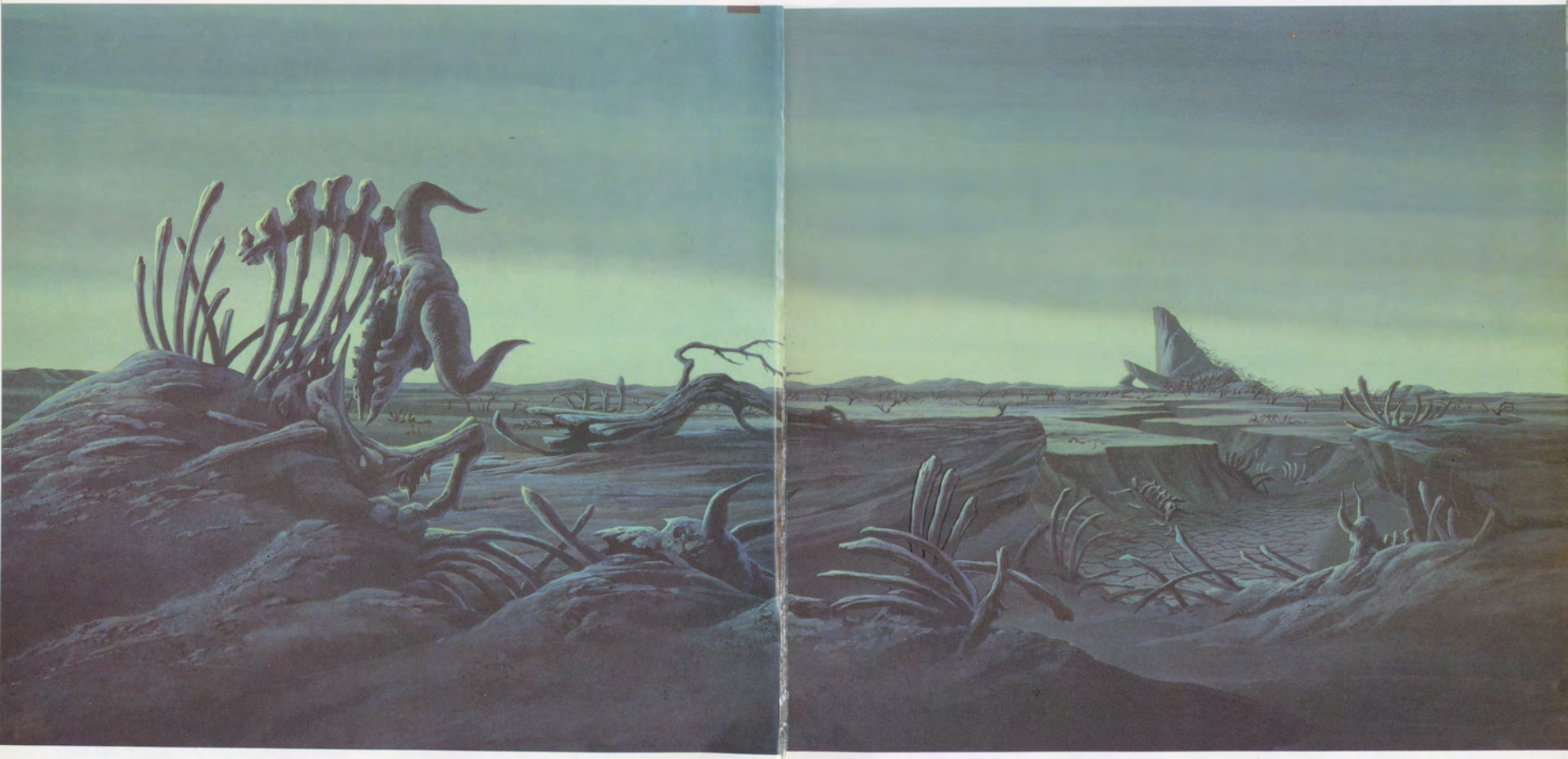
The ghost has vanished.
Rafiki, like a friendly goblin, reappears,
and with his stick he teaches a lesson:

Sometimes the past can hurt,
but it will hurt more if you run away
than if you face its consequences.

STORY SKETCH
BY BARRY JOHNSON.

STORY SKETCH BY LORNA COOK.
THIS DRAWING WAS MADE FOR A
SCENE THAT WAS DROPPED FROM
THE FILM.

Rafiki brings a message to Simba's friends:
The rightful king is on his way
to claim his throne.



BACKGROUND PAINTING BY DON MOORE, BASED ON A LAYOUT BY TOM SHANNON.

STORYBOARD ART BY BRENDA CHAPMAN.

STORYBOARD ART BY CHRIS SANDERS.

STORYBOARD ART BY THOM ENRIQUEZ.

Simba speeds towards Pride Rock,
but when he reaches the borders of his kingdom
he finds a scene of utter desolation —
naked trees, the earth scattered with sun-bleached bones.

STORYBOARD ART BY THOM ENRIQUEZ.

As storm clouds gather,
Nala arrives to fight at Simba's side
— Timon and Pumbaa too —
and together they move onward
to do whatever must be done.

STORY SKETCH BY LORNA COOK.

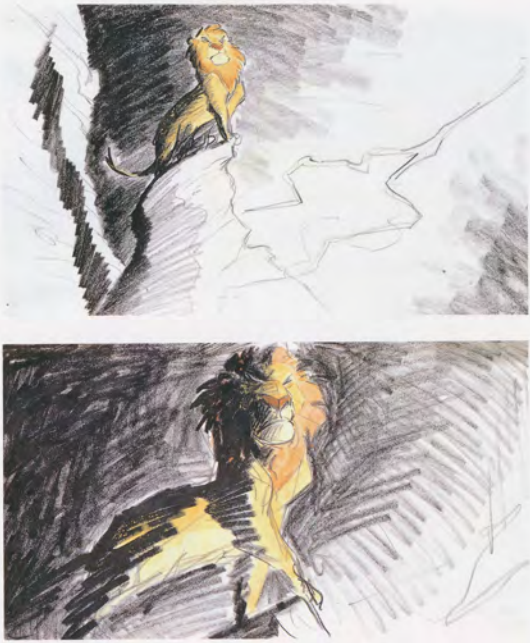
TOP: STORY SKETCH BY BURNY MATTINSON.
ABOVE LEFT: TIMON AND PUMBAA DISTRACT THE HYENAS. STORYBOARD ART BY BARRY JOHNSON.
ABOVE RIGHT: SIMBA AND NALA STEAL PAST THE HYENAS. STORY SKETCH BY BURNY MATTINSON.

At the foot of Pride Rock, starving hyena sentries can't believe their eyes.
Pumbaa and Timon — a banquet and a tasty snack —
ham it up Hawaiian style.

From the cover of a boulder, Simba and Nala watch
their friends' diversionary display, then
— while the sentries dream of chitterlings —
they dash towards Pride Rock.

TOP: STORY SKETCH BY LARRY LEKER.
ABOVE: STORY SKETCH BY CHRIS SANDERS.

As thunder rumbles all around,
Scar calls on Sarabi, Simba's mother,
demanding that her hunting parties
scour the land for food.



STORY SKETCHES BY CHRIS SANDERS.

Flashes of lightning
set the brush afire.
Flames throw Simba's noble head
and muscular body into silhouette.
For a moment Scar panics,
believing Mufasa has returned to haunt him.

OPPOSITE TOP LEFT:
STORY SKETCH BY CHRIS SANDERS.

OPPOSITE TOP RIGHT:
STORY SKETCH BY ANDY GASKILL.

OPPOSITE CENTER LEFT AND RIGHT:
STORY SKETCHES BY CHRIS SANDERS.

RIGHT AND BELOW:
DRAWINGS BY CHRIS SANDERS.

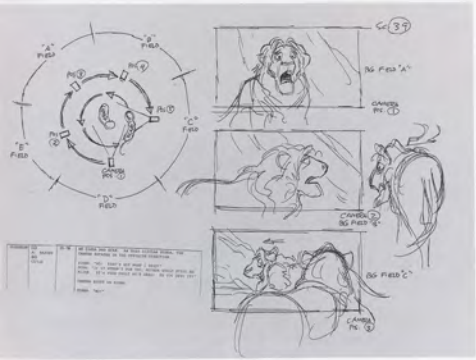
Simba nuzzles his mother,
assuring her that it is he,
back to fulfill his destiny.

Seeing that Simba, not Mufasa, is his foe,
Scar feels his confidence return.

STORY SKETCH
BY CHRIS SANDERS.

Simba admits his past mistakes, failing to notice that Scar has backed him up against a precipice.

Simba slips and hangs from the rock, seeming completely at Scar's mercy just as Mufasa had been years before. Gloating, Scar recalls Mufasa's death.



ABOVE:
STORY SKETCH BY BRENDA CHAPMAN.

TOP AND CENTER:
STORY SKETCHES BY CHRIS SANDERS.

LEFT:
THIS PAGE OF WORKBOOK STUDIES BY ANDY GASKILL SHOWS HOW CAREFULLY CAMERA ANGLES WERE PLANNED FOR SIMBA'S CLIMACTIC ENCOUNTER WITH SCAR.

STORY SKETCH BY CHRIS SANDERS.

Murderer!

Simba pins Scar and forces him to confess
to the listening pride that it was he, not Simba,
who caused Mufasa's death.

THE PRIDE LANDS SET ABLAZE. BACKGROUND COLOR KEY BY GREGORY DROLETTE.

As the Pride Lands burn
Simba and Scar are locked in mortal combat.

OVERLEAF:
CONCEPT PAINTING
BY KELVIN YASUDA.

WORKBOOK DRAWING
BY ANDY GASKILL.

STORY SKETCH BY CHRIS SANDERS.

STORY DEVELOPMENT DRAWING BY CHRIS SANDERS.

The battle is joined once more,
with lionesses clawing at hyena throats
and Rafiki wielding his staff with furious skill.

To save himself Scar lies again —
not realizing that his closest allies are listening
as he betrays them.

TOP:
SCAR COWERS. STORY SKETCH BY CHRIS SANDERS.

CENTER AND BOTTOM:
THE HYENAS LISTEN AS SCAR BETRAYS THEM.
STORY SKETCHES BY CHRIS SANDERS.

OPPOSITE TOP:
THE LIONESSES TAKE ON THE HYENAS.
STORYBOARD ART BY ANDY GASKILL.

OPPOSITE BOTTOM:
RAFIKI JOINS THE FRAY WITH AN UNEXPECTED DISPLAY OF MARTIAL ART SKILLS. WORKBOOK DRAWINGS BY ANDY GASKILL.

STORY SKETCHES BY CHRIS SANDERS.

Giving his uncle one last chance, Simba tells Scar to flee.
Scar capitulates. Another trick.
Scar lunges at Simba once again,
but Simba sends his father's assassin flying off the ledge.

Scar lands in the burning brush,
Pride Rock at his back.
Led by Shenzi, hyenas advance upon him through the flames.

Friends, Scar calls them,
but they are friends no more.

STORY SKETCH BY CHRIS SANDERS.

Simba reunites with Nala and the pride,
and then, through smoke and rain,
Rafiki appears once more
and motions for the youthful king
to take his rightful place.

CONCEPT SKETCH BY CHRIS SANDERS.

STORY SKETCH BY ANDY GASKILL.

King at last, Simba climbs through the rain
to the summit of Pride Rock
and lets out a mighty roar.

Simba looks up to the heavens once again
and sees the clouds part to reveal an ocean of stars.
Distant thunder rumbles
and the new king hears the old king's voice:

Remember!

A SEQUENCE OF STORYBOARD SKETCHES BY LORNA COOK.

The Pride Lands return to life.
Tender shoots and sweet grasses
bring the great herds back to the water hole,
and the union of Simba and Nala
brings a new cub into the world.

TOP LEFT: STORY SKETCH BY LORNA COOK.
TOP RIGHT, CENTER, AND BOTTOM: STORY SKETCHES BY ANDY GASKILL.

The sacred ceremony is repeated.
Rafiki holds the infant aloft for all to see,
and the world resounds with song once more.

THE LION KING. EARLY VISUAL DEVELOPMENT ART BY BOB SMITH.

IT'S THE CIRCLE OF LIFE

AND IT MOVES US ALL,

THROUGH DESPAIR AND HOPE,

THROUGH FAITH AND LOVE,

TILL WE FIND OUR PLACE

ON THE PATH UNWINDING

IN THE CIRCLE,

THE CIRCLE OF LIFE.

(LEFT TO RIGHT) DIRECTOR ROGER ALLERS, PRODUCER DON HAHN, AND DIRECTOR ROB MINKOFF LISTEN ATTENTIVELY TO WALT DISNEY PICTURES CHAIRMAN JEFFREY KATZENBERG'S EXHORTATIONS. DRAWING BY ROB MINKOFF.

ROGER ALLERS AND ROB MINKOFF AS LIONS. DRAWING BY KIRK WISE.

AFTERWORD

Every work of art presumes an act of seduction. A painter seduces with his brush, a novelist with his words. Filmmakers entice groups of people into darkened auditoriums, and then beguile the audience into accepting a story with the aid of camera magic, charismatic performers, props, stunts, special effects, and so on.

The makers of animated feature films must perform this same mass enchantment, but, employing a different set of tools. Animated films demand an added suspension of disbelief, asking the viewer to believe that drawings can come to life—without depending on star power to win over an audience. They must rely instead on the abilities of large numbers of unseen artists to create character, cultivate atmosphere, and tell a story.

If it all works, the audience surrenders to the world of the film and is swept along by its momentum. The men and women who contribute their talents to the creation of the film immerse themselves in that world for months or even years at a time. The story is reimagined again and again in a variety of ways and mediums by different groups of artists. Some of the work reaches the screen in one form or another. Much, however, is never seen by the general public. Yet quite often this preliminary artwork has a beauty and vitality of its own, and gives a visual sense of the creative continuum involved in the evolution of a complex production like *The Lion King*.

This book is a celebration of that creative process, and of some of the brilliant individual moments that help make up the continuum.

BRENDA CHAPMAN—KNOWN FOR FIERCELY DEFENDING HER STORYBOARDS—IS SEEN HERE AS A HOCKEY GOALIE. DRAWING BY GARY TROUSDALE.

STORY MEETING MELTDOWN. DRAWING BY GARY TROUSDALE.

By the time *The Lion King* went into production, the project had already generated enough script pages to fill a sizable cardboard carton. The earliest of these drafts dated back to 1989, when the idea of making an animated feature about lions was first broached—a story that would be rooted in nature in much the way that *Bambi* had been half-a-century earlier.

Tom Schumacher, fresh from producing *The Rescuers Down Under*, was the first producer to be involved with the project—then called *King of the Jungle*—and shepherded it through its development phase. *Oliver & Company* director George Scribner and *Beauty and the Beast* writer Linda Woolverton were others who explored the subject's possibilities in these early days. By the time the movie went into production, however, they had moved on, except for Schumacher who—although he gave up his day-to-day involvement with *The Lion King* to become head of development for animated features—remained with the project, until its completion, as executive producer.

Early versions of *The Lion King* screenplay are full of characters who never made it to the screen. At one time Simba had a whole menagerie of childhood chums, including another lion cub (Mee-Too) and a bat-eared fox. More importantly, these early drafts present versions of Simba that are far from fully realized, and storylines not yet resolved.

TOP:
CONCEPT PAINTING
BY ROBERT STANTON.

ABOVE:
CHARACTER CONCEPT
BY RICK MAKI.

RIGHT:
CONCEPT PASTEL BY MEL SHAW.

BELOW:
THIS EARLY CONCEPT PAINTING BY DON MOORE INCLUDES CHARACTERS (LATER DELETED FROM THE STORY) WHO WERE CONCEIVED AS CHILDHOOD FRIENDS OF SIMBA AND NALA.

VISIONS OF PRIDE ROCK.

LEFT: STORY SKETCH
BY KELVIN YASUDA.

BELOW: CONCEPT DRAWING
BY DAN ST. PIERRE.

While these scripts were being prepared, a variety of artists were attempting to visualize the world that Simba, Mufasa, Scar, Rafiki, and the rest of the characters would inhabit. Storyboard artists, background painters, layout specialists, production designers, and others were invited to imagine Pride Rock, the elephant graveyard, the jungle, and other locations. They explored ways in which various creatures might fit into these settings. And, as specific plot ideas began to develop, they pictured how they might be realized on screen.

One of the first ideas to be considered was the possibility of incorporating African design motifs into the art direction of the film. Artists studied sculptures and fabrics and decorations from many parts of Africa, and applied their interpretations to landscape, vegetation, and other elements needed for the movie.

While this was going on, some members of the development team looked into the stylistic consequences of the fact that most people's idea of the African wilderness is derived from television documentaries and photographic journals shot in various game preserves. These documentaries give the landscape a very distinctive look, resulting from selective focus and shifts in depth perception. The reason for this is that wildlife is mostly filmed from a distance and thus requires the use of telephoto lenses. Animals and details of their environment are brought very close to the viewer but spatial relationships are changed. Layout artists began to think about

THE ELEPHANT GRAVEYARD.
CONCEPT ART BY RICHARD SLUITER.

how this use of various lenses and focal lengths could be simulated with animation techniques and used to advantage as a storytelling device.

In November 1991, a party from the studio traveled to East Africa and what its members saw and experienced there helped resolve many of the questions which until that point had been considered without benefit of firsthand knowledge.

The party included Roger Allers (one of the movie's two directors), story head Brenda Chapman, production designer Christopher Sanders, and visual development artists Lisa Keene and George Scribner. Armed with cameras and sketchbooks, they traveled by Land Rover and slept in tents, visiting remote areas and getting a sense of what it was like to be out under the stars with lions and hyenas for neighbors.

The films they had seen had given them some idea of what to expect, but in certain respects they had been misleading. Brenda Chapman recalls that she had imagined lion country would be dusty and dry and rather sparse. Instead the Disney artists found a world teeming with life, sound and color, and a landscape that seemed immense.

"There was a day," recalls Chris Sanders, "when our guide brought us to the top of a bluff, and it was as if you could see forever. The air was clear and you looked out across valleys and mountains and canyons. It was all dappled with

THIS STORYBOARD BY BRENDA CHAPMAN SHOWS AFRICAN FOLK ART INFLUENCES.

THE TELEPHOTO LOOK OF WILDLIFE DOCUMENTARIES WAS THE INSPIRATION BEHIND THIS PIECE OF CONCEPT ART BY DON MOORE.

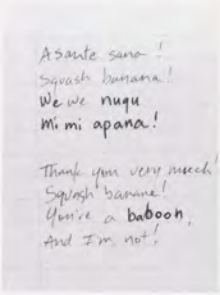
sunlight and shadow and you could take in so much at once that we could see five separate thunderstorms moving through the landscape at one time."

This field trip provided the opportunity, as well, to observe animals in the wild and to be exposed to African culture. It even gave the movie the little nonsense song—"Asante sana. Squash banana"—chanted by Rafiki on screen but originally sung by one of the party's guides.

"The whole experience," says Roger Allers, "helped bring everything into focus and allowed us to visualize the enchanted, yet still realistic Africa that we wanted as our setting."

Stylistic speculation and theorizing could now be set against real experiences of Africa and this had a strong beneficial effect upon the decision-making process. To give just one example, it was after the field trip that it was realized that African design motifs are to a large extent derived from the forms found in African landscape and vegetation. This made it much easier to settle the question of how much stylization should be employed, and how it should be integrated into the overall naturalism of the movie.

It was in the light of all this that someone remembered some small concept studies that had been made months earlier by an artist named Hans Bacher. They had been put aside, but were now pulled out again, and it was discovered that they



BRENDA CHAPMAN RECORDED THIS RHYME IN HER NOTEBOOK WHILE IN AFRICA. THE TUNE BECAME AN IMPORTANT PART OF THE LION KING STORY.

ABOVE:
CHRIS SANDERS TOOK THIS PHOTOGRAPH OF GAZELLES DURING THE PRODUCTION TEAM'S FIELD TRIP TO AFRICA.

LEFT:
TWO OF THE CONCEPT PAINTINGS BY HANS BACHER, WHICH STRONGLY INFLUENCED THE PRODUCTION DESIGN OF THE FILM.

OPPOSITE:
EACH STORY ARTIST HAS HIS OR HER OWN DISTINCTIVE STYLE. THESE DRAWINGS OF PUMBAA AND TIMON ARE BY (CLOCKWISE FROM TOP RIGHT) GARY TROUSDALE, KEVIN HARKEY, LORNA COOK, TONY BANCROFT (PRIMARILY AN ANIMATOR), AND BARRY JOHNSON.

encapsulated very much the balance of naturalism and stylization that everyone was looking for. A couple of these studies translated almost directly into imagery that eventually was seen on screen. Although small, the Bacher studies conveyed the epic feel that the subject matter demanded, and this helped give focus to the production.

Shortly after the African trip, Rob Minkoff was teamed with Roger Allers as co-director of *The Lion King*, and the pair of them continued the search for further inspiration, finding it in classic westerns and other movies in which the cinematography presented the landscape in such a way as to set the stage for epic events.

Another visual source that suggested ways of presenting heroic happenings was American illustration of the classic era. Painters of the American West, such as Charles Marion Russell and Frederic Remington, offered valuable lessons, as did N. C. Wyeth, Maxfield Parrish and J. C. Leyendecker.

Eventually, as Allers and Minkoff began to impose their vision on the film, these influences would coalesce into the unique style of *The Lion King*. In the preproduction phase of the film's development, however, a visitor to the studio would have found walls covered with studies in many idioms. In some, the soil of equatorial Africa took on the color of Remington's Badlands. In others, Maxfield Parrish clouds drifted behind flowering acacia trees. Charcoal drawings explored patterns of light and shadow among the ledges and parapets of Pride Rock. Other studies, in gouache or colored pencil, transformed palm fronds and jungle blossoms into vivid patterns such as might decorate a dashiki. There were images that resembled Persian miniatures, Saharan cave paintings, and watercolors by Paul Klee.

Characters began to take on a new familiarity as the directors, story artists, and production designers explored their personalities in quick sketches and detailed portraits. Speculative layout drawings experimented with ways in which camera moves could be used to drive the narrative, and impressionistic landscapes showed how the Pride Lands might appear on screen.

Examples of these early, conjectural works can be found all through this book. Some of them relate directly to the iconography that reached the screen. Some relate indirectly, others not at all. But all of them played a role in the process of making *The Lion King*, because all figured in the complex collective thought process that gave the production its eventual richness of texture.

Soon after the expedition to Africa, *Beauty and the Beast* producer Don Hahn joined the project and the creative team began to take its final shape. It was time to determine the final outlines of the narrative, if not all the details."In a Disney animated feature," says Hahn, "characters are vital, and so is a strong theme. In fact those two things are inseparable because the main characters—both the heroes and the villains—are expressions of the theme. *Aladdin*, for example, is about learning to be yourself; *Beauty and the Beast*'s theme is 'Don't judge a book by its cover.' The problem with early drafts of *The Lion King* was that they lacked a clear theme. Finally we realized that the theme was responsibility. It's about leaving childhood and facing up to the realities of the world. Linda Woolverton in her early scripts had begun to establish a structure that would allow this theme to be expressed. But that still left a lot of work to be done."

As soon as Allers and Minkoff were teamed as directors, they decided to put together a "brain trust" group to solidify the narrative, emphasizing the drama surrounding the responsibility theme.

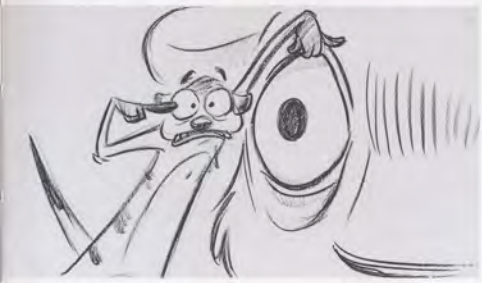
Along with Allers and Minkoff, the brain trust was made up of Don Hahn, Brenda Chapman, Kirk Wise, and Gary Trousdale. (Wise and Trousdale had just finished directing *Beauty and the Beast* and were temporarily at liberty before moving on to their next project. Everyone in the group had been involved with *Beauty*.)

The six participants sequestered themselves in a large room with reams of drawing paper and boxes full of push pins. The brainstorming session lasted two days. Answers to many of the problems that had been facing the development team were thrashed out, and a firm outline of the film emerged.

"For me," says Minkoff, "the primary relationship in the movie is between father and son. This became very clear during the course of that meeting. Exploring the characters of Mufasa and Simba helped us dramatize the responsibility theme in a very personal and concrete way."

Later, writers Irene Mecchi and Jonathan Roberts joined the project to shape the screenplay. In particular they were responsible for the verbal aspects of the story, and also contributed greatly to the development of all the principal characters.

The writers worked closely with Brenda Chapman's team of story artists, who continued to make vital contributions to the story and the way in which it would be staged. Animation is, after all, primarily a visual medium and frequently a



NOT ALL THE SONGS WRITTEN BY ELTON JOHN AND TIM RICE WERE USED IN THE FILM. THESE STORYBOARD IMAGES BY JIM CAPOBIANCO WERE MADE FOR "WARTHOG RHAPSODY," WHICH NEVER REACHED THE SCREEN.

story point can be made more effectively with pictures than with words. A good example of this occurs in the scene where Simba—after his visit to the forbidden elephant graveyard—forlornly follows his father home, planting his childish paws in Mufasa's giant paw prints. This kind of visual storytelling arises naturally from the process of using storyboards as a means of exploring narrative possibilities.

Minkoff, Allers, and Hahn, along with the story crew, met regularly with Jeffrey Katzenberg (chairman of Walt Disney Pictures), Roy Disney (head of the animation department), and Peter Schneider (president of feature animation) who, along with Tom Schumacher, served as sounding boards for ideas and offered constructive criticism.

"Our relationship with them," Hahn says, "might be described as a creative partnership. Jeffrey and Roy have been strong moving forces behind this picture. I think it's very special to Roy, partly because he spent much of his early career working on Disney nature films. He is passionate about the subject and has a strong feel for allegorical stories like this. . . . The contribution Jeffrey and Roy make—with Peter and Tom—is vital because they don't get bogged down in the day-to-day details, and so they can retain a certain objectivity."

Along with plot structure, character development, and art direction, music soon became a key element in the storytelling process. Another project had brought Tim Rice—lyricist of *Evita* and *Jesus Christ Superstar*—into the studio orbit. He was invited to make suggestions about how songs might be incorporated into *The Lion King*, and soon agreed to join the team as lyricist if the appropriate songwriting partner could be found. Rice suggested Elton John, whom he had worked with before.

"We were excited by the idea," Tom Schumacher recalls. "We knew that Elton has an amazing gift for writing melodies that are both powerful and memorable. The question was, would he be interested?"

In September 1991, Schumacher flew to London where he and Tim Rice called on Elton John and pitched the idea of *The Lion King*. The performer/composer was enthusiastic and made a commitment to the movie virtually on the spot.

Soon Tim Rice found himself commuting between his London home and Los Angeles, traveling to California an average of once a month and remaining there for several days at a time. While at the studio, he worked with the story team, writing lyrics that would be pinned up on the storyboards to take their place in the narrative continuity, just like the dialogue.

"Writing for an animated film," he explains, "is not that different from writing for a stage musical. You're still writing the best lyrics you can that will help establish character and advance the plot."

He adds that the way he works meshes easily with the way an animated film is developed.

"Like me, the story people keep on making changes until they get things right. You can do that in animation because everything is drawn, so changing a scene doesn't involve ordering half a million dollars' worth of props. I'm very comfortable working that way."

Because songs must be prerecorded, sequences in which they occurred were given high priority so that Rice was able to start work immediately, writing the lyrics and then passing them on to Elton John to set to music. By the end of 1991, two songs were written and work was progressing well on others. As Rice suggests, however, the fact that a song was written does not mean—in this context—that it was finished. It must work within the narrative flow and, since the narrative was always being tinkered with, Rice was kept busy till almost the end of the production period.

Theoretically, Elton could work anywhere there was a piano, but he too became very involved with what was evolving on screen. At one crucial moment, for example, Rice, Hahn, Allers, and Minkoff flew to Atlanta with the production reel so it could be screened for Elton. As a result of this screening, he was able to make valuable suggestions that helped the story team fit Simba and Nala's love duet, "Can You Feel the Love Tonight," into the narrative.

"Elton told us," says Allers, "that one thing that had attracted him to our project was the Disney tradition of great love songs and he knew he'd written a strong love song that fit right in with the tradition. He was sure it could be made to express the two lions' feelings for each other far better than dialogue could. He was right, of course. In the end Tim made some adjustments to the lyrics and everything fell into place."

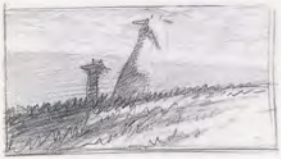
As animators began exploring their characters, a group of animals was brought to the studio under the auspices of Jim Fowler, cohost of television's *Wild Kingdom*. An exhaustive series of drawing sessions featured models ranging from meerkats to a baboon, and most importantly included several lions: a cub, two young adults, and a fully grown male and female.

Animators and other artists were able to sketch the animals at their leisure, under circumstances less constricting than would be found at a zoo. It was reminiscent of the time, half a century earlier, when Walt Disney had brought live deer and other animals to the *Bambi* unit.

Supplementing this opportunity to make life drawings were lectures on animal movement, behavior, and skeletal structure by locomotion and anatomy expert Stuart Semida. These provided all of the artists involved in the project with an underpinning of solid anatomical knowledge, and helped bring great authority to the animal model sheets produced for the movie by Jean Gillmore.

As a movie like *The Lion King* takes shape, on storyboards and in script meetings, it is broken down into sequences that become manageable entities. In the case of *The Lion King*, these sequences were divided up between Roger Allers and Rob Minkoff. Each director brought his own vision to the sequences he was responsible for, but there was an ongoing and constant exchange of views between Allers and Minkoff so that the resulting movie has a stylistic uniformity which derives from the strengths of both.

ANIMAL STUDIES BY JEAN GILLMORE, WHO PREPARED MANY ANIMAL MODEL SHEETS FOR THE MOVIE.



COLOR CONCEPTS FOR "THE CIRCLE OF LIFE" BY ANDY GASKILL.

"In the early phases," says Minkoff, "when the basic decisions were being made, Roger and I worked together a great deal. As the movie went into production, we began to concentrate on our own sequences. Then, when the movie began to come together as a whole, we found ourselves operating in tandem again."

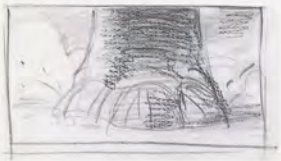
"Making an animated film is a collective process," says Don Hahn, "but the directors are the guys who are in charge—the people with the overall vision—and they must provide the glue that holds everything together."

ROUGH DRAWINGS OF GIRAFFES HEADING TOWARD PRIDE ROCK ALREADY SHOW INTERESTING PERSPECTIVES AND SET-UPS.

Another key member of the creative team was Andy Gaskill, a veteran of the story department who had shown himself to have a keen eye for effective ways of staging a scene. It was Gaskill who had storyboarded the opening "Circle of Life" sequence. He had displayed such a lively cinematic imagination in his approach to this task that he was asked to become art director for the entire production.

"Rob and I are responsible for the overall vision for the production," Allers explains, "but Andy contributes a great deal to that vision. He has a key role in

THESE THUMBNAIL SKETCHES OF ELEPHANTS BREASTING A HILL REVEAL GASKILL'S KNACK FOR CINEMATIC INVENTION.



determining the look of the movie—color, lighting, mood. We rely on him in dozens of different ways."

At its best, art direction supports the story visually in ways that are beyond words. To a large extent, it was Gaskill who first set down on paper, in sketch form, the way a scene would appear—the camera angles, the play of light and shadow—when *The Lion King* was finally screened for an audience.

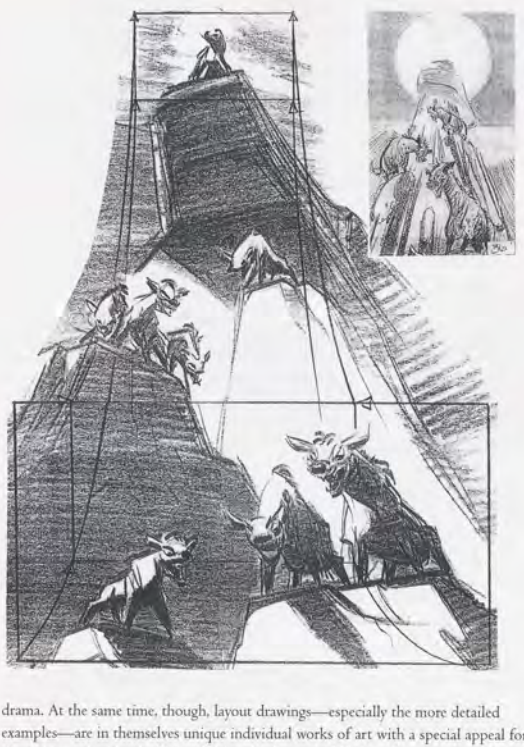
He would take a sequence, such as Simba's final confrontation with Scar,

WORKBOOK DRAWINGS BY ANDY GASKILL.

and—in consultation with the directors, using the screenplay and storyboards as a guide—break it down into shots, thinking about angles, light sources, continuity, and so forth. This work was mostly done in a sketchbook (usually called a workbook) in the form of quick but vivid shorthand drawings that would serve as a guide for all the other artists who work on the scene at a later date.

In particular, these workbook drawings would be closely studied by the artists of Dan St. Pierre's layout department, whose job is to diagram these same things—camera moves, etc.—in more detail so that the work of character animators, effects animators, and background artists work together as a piece of effective storytelling cinema.

The layout department has responsibilities that overlap with those of the art director. Layout artists "workbook" many scenes themselves, but that is only the beginning of their task. Finished layout drawings are much larger than workbook drawings and somewhat technical. (They are prepared in conjunction with exposure sheets that provide vital camera information.) Because they must be very accurate, they are drawn with a care that gives them a special, hyperrealist quality. They are fascinating because they supply so much information about what happens on screen, showing with graphic immediacy how, for example, the camera first discovers a character in longshot, pans with him as he progresses through the landscape, then moves in for a closeup. In a sense, the art of layout lies in the ability of the artist to imagine what will happen on screen in such a way as to support and even enhance the

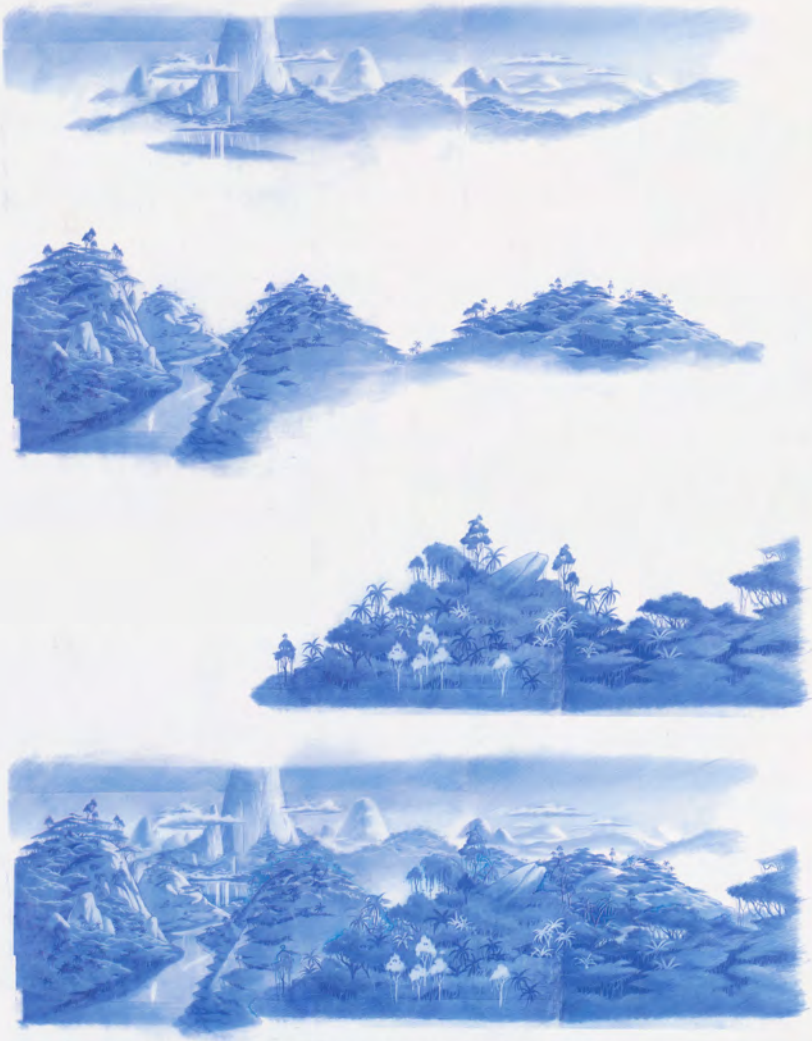


THIS WORKBOOK LAYOUT DRAWING BY MITCHELL BERNAL FROM THE "BE PREPARED" MUSICAL SEQUENCE DIAGRAMS CAMERA MOVEMENTS AND INDICATES ALL THE ESSENTIAL ACTION TO BE SEEN ON SCREEN. THE DRAWING IS BASED ON A STORY SKETCH BY RICK MAKI (INSET TOP RIGHT).

drama. At the same time, though, layout drawings—especially the more detailed examples—are in themselves unique individual works of art with a special appeal for the serious animation buff. In addition, in the case of *The Lion King*, members of the layout department were largely responsible for the concept development and design of most of the specific locations in the film, from the Pride Lands to the gorge.

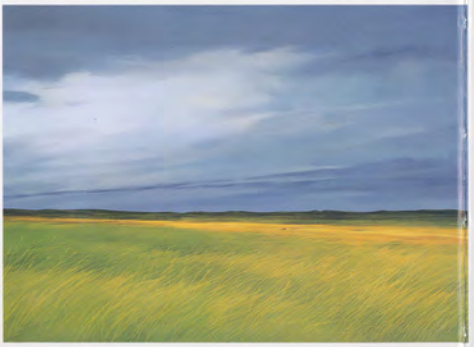
While most of the movie has a sure consistency of vision, which it was Andy Gaskill's responsibility to maintain, a few scenes were deliberately presented in a more stylized manner. The most obvious example of this is Simba's "Can't Wait to Be King" musical number which stands aside from the main thrust of the narrative in that it is imagined as being seen through the mind of a lion cub. This child's-eye view was styled largely by production designer Chris Sanders, who has a special knack for handling out-of-the-ordinary design problems.

It was Sanders too who took on the difficult task of conceptualizing the appearance of Mufasa's ghost, one of the most crucial events in the movie and one that could easily have fallen flat if it had not been handled with boldness and originality. Sanders's gifts as a graphic artist permitted him to represent the apparition



DELICATE AS CHINESE SCROLL PAINTINGS, THESE LAYOUT DRAWINGS OF THE JUNGLE BY MAC GEORGE REPRESENT THREE LEVELS OF A SINGLE LANDSCAPE (AS SHOWN AT BOTTOM).

THIS SET-UP BY DEBBIE DUBOIS SHOWS HOW BACKGROUND PAINTINGS ARE SUPPLEMENTED BY OVERLAYS (PAINTED ON TRANSPARENT ACETATE) TO BUILD UP MANY-LAYERED ENVIRONMENTS THROUGH WHICH CHARACTERS CAN MOVE AT VARIOUS DISTANCES FROM THE CAMERA. MANY SET-UPS ARE FAR MORE COMPLEX THAN THIS EXAMPLE, WHICH IS BASED ON A LAYOUT KEY DESIGN BY JENNIFER YUAN.



convincingly on sheets of paper. Artistic coordinator Randy Fullmer and effects head Scott Santoro then took Sanders's conceptual paintings and turned them into the haunting, churning patterns of light that make the phantom memorably believable on screen.

If you attend one of the staff art shows that are held at the Disney studio from time to time, it will be found that many of the works on display, ranging from portraits and landscapes to abstractions, were produced by members of the background department. Animators are primarily draftsmen: wizards of line. Background artists are painters: masters of color and atmosphere, light and shade, space and volume. In their own work, they explore many styles and display very distinctive personalities. On a project like *The Lion King* they subordinate this individuality in order to achieve a production style that seems to flow from the hand of one artist.

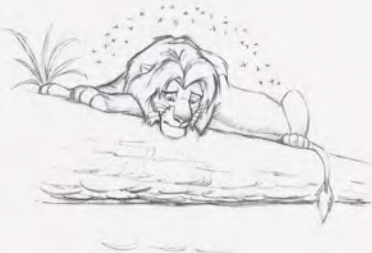
One thing that all these artists have in common is a strong respect for the realist tradition, and an understanding of the values that make it so durable. Some have academic training, while others—like Doug Ball, background supervisor for *The Lion King*—are largely self-taught. All are highly skilled in the tricks of the trade that make Disney background art so distinctive (the use, for example, of a badger hair brush to produce certain effects that elsewhere would be rendered with an airbrush).

Often they have made significant contributions to the evolution of the film's eventual style since most of the background painters double as concept artists, making inspirational studies in the early stages of development, before backgrounds are needed.

The backgrounds in *The Lion King* are special both for their epic feel and for the fact that—for the first time in any Disney film since *Bambi*—they present nature in its pristine state, without the presence of man's artifacts. In mood, however, *The Lion King* is far removed from *Bambi*. The Pride Lands bake in fierce sunlight beneath a brilliant sky. Working from detailed layouts, the background artists were

STUDIES BY PRODUCTION DESIGNER CHRIS SANDERS FOR THE HIGHLY STYLIZED "CAN'T WAIT TO BE KING" MUSICAL NUMBER.

A BACKGROUND FROM THE STAMPEDE SEQUENCE, PAINTED BY SUNNY APINCHAPONG, BASED ON A LAYOUT BY TIM CALLAHAN.



A SUPERVISING ANIMATOR IS ASSIGNED TO EVERY MAJOR CHARACTER IN THE FILM.

TOP LEFT AND RIGHT: MUFASA BY TONY FUCILE. ADULT SIMBA BY RUBEN AQUINO.

BOTTOM LEFT AND RIGHT: RAFIKI BY JAMES BAXTER. SHENZI, BANZAI, AND ED BY DAVE BURGESS.

asked to capture this luminous intensity and did so brilliantly, just as they helped create other dramatic settings such as the sinister elephant graveyard and the jungle paradise that Timon and Pumbaa call home.

Background artists render in color the settings in which the action of an animated movie takes place. Beyond that, they use their highly developed skills as landscape painters to evoke mood in such a way as to help underline the drama and move the narrative forward.

Under special circumstances, animators may be called upon at the development phase of a project to work on storyboards or to help define a character through snippets of test animation, but in general these uniquely gifted artists do not join a production team until the storyline is well established and the style of the production has been settled. Animators are the actors of the animation world. They do not write the lines or build the sets. They arrive on the scene when it's time to bring the characters to life. Getting inside the characters and developing their personalities, down to the almost subliminal

mannerisms, is what animation is all about. Animators are actors, but they are draftsmen too—superb draftsmen, which is hardly surprising because what they do all day long is make drawings. Fifteen finished drawings a day, on average; 450 a month; 5,000 or so a year.

For *The Lion King*, as for all Disney animated features, each principal character is assigned to a supervising animator who leads and collaborates with other animators working on that character. These character animators draw the key frames or "poses" in any shot. They are backed up by "ruff" in-betweeners who roughly fill in the action between the key frames.

A particular challenge of *The Lion King*, so far as animators were concerned, was that this was a movie virtually without props. (Rafiki's walking stick was an exception.) Normally an animator uses props to give interest to a character's behavior (think of Jiminy Cricket's umbrella), but a lion portrayed with any degree of naturalism cannot be asked to wear a bush hat or mop his brow with a handkerchief.

A related problem was the need to anthropomorphize the animals without appearing to do so. In general it can be said that dialogue scenes were set up by examples of naturalistic behavior. Early in the movie, Simba goes looking for Nala. Before any dialogue is spoken, we first see Nala with the lionesses in an idyllic

TOP LEFT AND RIGHT:
ADULT NALA BY TONY DEROSA.
SCAR BY ANDREAS DEJA. MOUSE BY BRIAN FERGUSON.

BOTTOM LEFT AND RIGHT:
SHENZI, BANZAI, AND ED BY ALEX KUPERSHMIDT.
ZAZU BY ELLEN WOODBURY.

TOP LEFT AND RIGHT:
PUMBAA BY TONY BANCROFT.
TIMON BY MIKE SURREY.

CENTER LEFT AND RIGHT:
YOUNG SIMBA BY MARK HENN.
BABY SIMBA BY RUSS EDMONDS.

BOTTOM LEFT AND RIGHT:
YOUNG NALA BY AARON BLAISE.
SARABI BY RUSS EDMONDS.

shot that makes us believe that these are real wild animals in an authentic setting. When they talk, their secondary behavior remains persuasive, so they continue to be believable.

Touches like this are crucial to the kind of allegorical filmmaking that Disney's feature animators specialize in. They enable the directors to tell stories that are timeless, in the way that fairy stories or Aesop's fables are timeless. The trust placed in allegory enables Disney artists to stay in touch with grass roots folk culture even as they move confidently into the heady, high-tech atmosphere of the electronic era.

The Lion King is convincing on screen largely because key animators—Ruben Aquino, Tony Bancroft, James Baxter, Aaron Blaise, Dave Burgess, Andreas Deja, Tony DeRosa, Russ Edmonds, Tony Fucile, Mark Henn, Alex Kupershmidt, Mike Surrey, Ellen Woodbury, and others—enter their characters with conviction. This is apparent even in isolated animation drawings, but it is most evident when they are strung together on screen.

A vital link in the animation chain is the work of the cleanup department, headed by Vera Lanpher. There was a time when the title "cleanup artist" accurately described the activity. In the leisurely days when animation of a Disney feature lasted as long as three years, cleanup artists took already polished animation drawings and polished them still further, erasing a slip of the pencil here, or firming up a rare sloppy line there.

Today all that has changed. The speed of production has accelerated so that character animators are under a great deal of pressure and do not always have the time to supply polished work. It's their job to capture the essence of a character's actions and their drawings may be relatively loose so long as this is achieved. At the same time, the computer system that processes animation for the screen demands highly finished drawings. The result of all this is that cleanup work has become a key phase in the animation process.

THE CLEANUP DEPARTMENT CONSISTS OF SKILLED ARTISTS WHO TAKE THE CHARACTER ANIMATORS' SOMETIMES ROUGH DRAWINGS AND TURN THEM INTO CAMERA-READY ART THAT IS CLEAN AND CRISP WHILE STILL RETAINING THE ESSENTIAL FEEL OF THE ORIGINAL. LEAD KEY CLEANUP ARTISTS INCLUDE SCOTT ANDERSON, DEBBIE ARMSTRONG, KATHY BAILEY, BILL BERG, BRIAN CLIFT, DAN GRACEY. DEPARTMENT HEAD VERA LANPHER, TRACY LEE, DAN TANAKA, MARSHALL TOOMEY, ALEX TOPETE, AND MARIANNE TUCKER.

TOP:
RANDY HAYCOCK'S SIMBA (LEFT) AND CLEANUP BY BILL BERG (RIGHT).

BOTTOM:
JAMES BAXTER'S RAFIKI (LEFT) AND CLEANUP BY MARSHALL TOOMEY (RIGHT).

A cleanup artist today must be able to take an animator's drawings, however loose, and translate them into polished new drawings that retain the spirit the animator has brought to the character. He or she must also be responsible for stylistic continuity in the treatment of that character. For this reason, key cleanup artists are assigned to each character and have the same kind of responsibility for the integrity of the character that is given to the supervising animators.

It is the character animators who translate a character's personalities and moods into expressive behavior, but it is the cleanup artists' drawings that actually reach the screen.

Aside from character animation, *The Lion King* involves effects animation and computer-generated animation, the last confined to one crucial sequence.

If the screenplay calls for rain, fire, or a pebble splashing into a pond, the effects animator is called into play. Even cast shadows are the responsibility of the effects department, with each of these effects drawn by hand, just like the characters themselves.

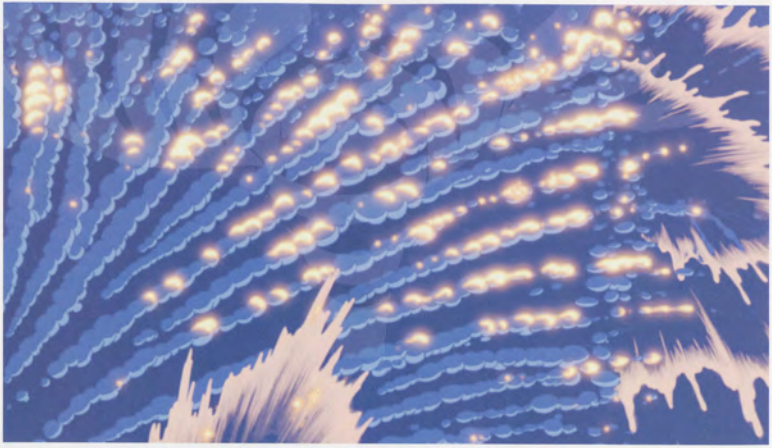
There is far more to effects animation than this bread and butter work, however, and *The Lion King* is full of notable effects showpieces such as the appearance of Mufasa's ghost, the geothermal springs in the elephant graveyard, and the storm that sets the Pride Lands ablaze. No matter whether the challenge is complex or straightforward, what counts is the way in which the effects department lends reality and plausibility to every scene. When the lionesses are discovered lounging on a rocky promontory, for example, Scott Santoro's effects team helped evoke the languid mood by orchestrating the patterns of shadow.

Another way of enhancing production values is by tapping into the capabilities of the computer. There is a perception at large that Disney animation in the 1990s is largely generated by computer. In reality, Disney animators accept the computer as a tool—another pencil—but, to quote feature animation head Peter Schneider, "Almost every frame of actual animation is still done by hand, using pencil and paper, just the way it's been done forever. The computer comes into play later. For the most part, we use it as a supersophisticated paintbrush that can help the animator attain his goal of creating cinematic magic."

Under special circumstances, imagery *is* sometimes generated by computer. In the case of *The Lion King*, this is true of the dramatic stampede sequence. For the scenes that make up that sequence, Mufasa, Simba, and the hyenas were drawn by hand in the usual way, but the wildebeests who make up the stampede were animated by the artists of Scott Johnston's crew, who use computers instead of pencils.

"We wanted a stampede featuring hundreds of panicked animals," says Rob Minkoff, "each a separate entity but all acting on a single impulse, each making the instinctive decisions that prevent it from bringing down its neighbors, but all impelled to rush forward, like a river in flood. To draw each of these animals by hand would have been a practical impossibility."

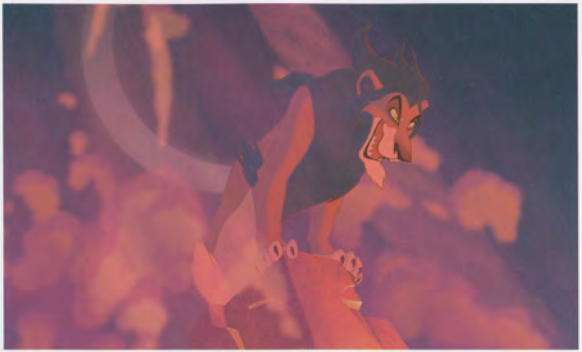
Even so, hand animation was a starting point. Ruben Aquino spent several weeks analyzing wildebeest running motions and setting them down on paper.



PRODUCTION STILLS FROM THE FILM SHOWCASE THE DRAMATIC AND COMPLEX WORK OF THE EFFECTS DEPARTMENT.

TOP: WATER SPLASHES IN THE WAKE OF ZEBRAS CROSSING THE RIVER. EFFECTS ANIMATION BY TOM HUSH.
BOTTOM: VICTORIA FALLS. EFFECTS ANIMATION BY TED KIERCEY.

TOP: LIGHTNING FLASHES OVER THE PRIDE LANDS. EFFECTS ANIMATION BY MAURO MARESSA.
BOTTOM: PUMBAA AND TIMON. EFFECTS ANIMATION BY DORSE LANPHER.



DRAWN AS INDIVIDUAL ELEMENTS BY MEMBERS OF THE EFFECTS DEPARTMENT, SCAR'S SHADOW, THE MOON, SMOKE, AND GEYSER PLUMES ARE ALL JOINED TOGETHER IN THE FINAL IMAGE, AS SHOWN IN THE PRODUCTION STILL AT TOP. IN THIS SCENE SCAR IS ANIMATED BY RON HUSBAND AND THE EFFECTS ANIMATION IS BY TED KIERCEY.

ABOVE:
A PRODUCTION STILL FROM THE FILM SHOWS THE STAMPEDING HERD OF WILDEBEESTS.

TOP:
THE COMPUTER-GENERATED STAMPEDE IMAGERY CALLED FOR SCORES OF WILDEBEESTS ON SCREEN AT ANY GIVEN TIME. TO HELP KEEP TRACK OF THEM DURING PRODUCTION, SCOTT JOHNSTON'S TEAM ASSIGNED EACH ANIMAL AN EASILY DISTINGUISHABLE FLUORESCENT COLOR, MAKING FOR IMAGES REMINISCENT OF PETER MAX POSTERS. ONCE THE ANIMATION WAS SET, NATURALISTIC COLOR WAS SUBSTITUTED FOR THE DAY-GLO HUES. THE HAND-DRAWN SIMBA ANIMATION IS BY MARK HENN.

His two-dimensional animation drawings were used as a guide in generating three-dimensional models of wildebeests in motion. These wildebeest behavior models could be called up in any size and from any viewpoint—head on, side-on, etc. They could also be multiplied so that any number of wildebeests could be on screen at any time, each differentiated from the others by varying and staggering the basic behavior patterns. (Color differences would help differentiate the animals still further.) Programs were created by Kirin Joshi that permitted the animators to direct the herd's motion without individuals colliding, and to clear spaces for hand-animated elements—the hyenas and lions—to maneuver in. Other programs were written to help the animators integrate the three-dimensional world of wildebeests with the two-dimensional background paintings and hand-drawn elements.

The task was staggering, but thanks to the artistry that went into the computer animation the stampede has a stunning emotional impact.

Even though almost all the basic artwork for *The Lion King* was produced by hand, all of it was combined and manipulated within Disney's Academy Award-winning state-of-the-art CAPS computer system that has taken over many of the tasks once performed manually by the camera department and the ink and paint department. (Former members of those departments, which retain their original titles, still perform these tasks, but have been retrained to work at computer work stations.)

Head scene planner Ann Tucker and her department provide a bridge between the world of traditional animation and the new world of electronic

enhancement. Scene planners work with the layout department to finalize decisions about such matters as field size and camera movements, and then supervise the implementation of those decisions within the CAPS system. When this task is completed, most of the key elements of a given scene—animation drawings, effects, backgrounds—are composited in what might be called a sketch form so that the directors can now look at black-and-white moving pictures in which everything is combined for the first time.

OVERLEAF:
PRODUCTION STILL:

Before it reaches the CAPS color system, all the hand-drawn artwork is carefully reviewed by Janet Bruce and her team of animation checkers, to make sure that everything meshes together as intended. This task has become more demanding because the CAPS system means that far more elements can be combined in a single shot than was the case when everything was done by hand. In a pre-CAPS animated feature, the most complex shots (and they were very rare because they were so time-consuming to set up) would feature a maximum of eight planes of imagery, spaced so as to simulate a realistic feeling of depth and shifting perspective. The CAPS system permits far more complex set-ups and makes them almost routine. This is an important way by which the computer can enhance production values and this kind of complexity has added to the richness of *The Lion King* from opening to close.

Complexity can produce confusion, and it becomes the job of artistic coordinator Randy Fullmer, a former effects specialist, to make sure that the many different elements of the production always fit together in such a way as to achieve the desired effect. An artist with a solid knowledge of the technical aspects of animation, including the uses of the computer, Fullmer was well qualified to be the production's troubleshooter.

It is the CAPS system that provides the movie with color. Formerly, ink and paint artists made each cel by hand, tracing the animators' drawings and adding color with a brush. Now an electronic palette is used instead of ink and paint, but the essential task remains the same.

The directors and Andy Gaskill work with Karen Comella and her staff of color modelists to style every shot from a chromatic viewpoint. The first stage consists of picking key frames and rendering them as models for the rest of the shot. Sometimes the decisions involved are straightforward: how does Mufasa's coloration differ from Scar's? Sometimes they are more subtle: how does a sunset influence a color that has already been established? Sometimes they are complicated because a given shot is so elaborate—color decisions must be made for every element involved, including each line in every drawing.

It is also at this point, explains Randy Fullmer, that numerous electronic effects are layered in and fine-tuned. These include color and light transitions that sometimes take place during a scene. Once color is established for the key frames, all the remaining frames are colored to match.

"It's at this point," says associate producer Alice Dewey, "that the directors get to see everything working together for the first time. Till then, they've been looking at animated pencil drawings. The color brings the backgrounds to life and gives solidity to the characters and effects. When the color is in place, Rob and Roger are like painters finally looking at a finished canvas."

Even then, they are not always quite finished. Painters once had a *vernisage*, a varnishing day, to retouch paintings before an exhibition was officially opened to

the public. On one famous occasion, at the Royal Academy in London, J. M. W. Turner used the *vernisage* to repaint a sunset in one of his paintings so as to outshine a neighboring canvas by his rival John Constable. Needless to say, Allers and Minkoff do not attempt to upstage themselves, but the CAPS system does give them the opportunity to have the electronic equivalent of a varnishing day, making adjustments to the color balance of any given shot so that it better matches the color in preceding or succeeding shots.

Finally, after every frame has been colored, and every detail checked, the digitally composited image is printed on film and is ready to screen.

Even when the final image has been printed, the creative process is not entirely done. One of the last members of the team to have input into the process is the composer of the musical score, who must match his final work to the final cut of the film. Most of his work will be done before then, because in the case of an animated film a skeleton score is needed in advance of the animation of most scenes, since the action must be matched to the music.

Where *The Lion King* was concerned, Hans Zimmer began writing and recording music for the project some weeks before animation began. The composer of scores for movies such as *Rain Man* and *Thelma and Louise*, Zimmer was chosen for

COLOR DECISIONS ARE MADE BY THE DIRECTORS IN CONJUNCTION WITH THE ART DIRECTOR OR THE PRODUCTION DESIGNER. THEY ARE IMPLEMENTED BY MEANS OF DISNEY'S ACADEMY–AWARD–WINNING CAPS COMPUTER SYSTEM, WHICH PERMITS COLOR MODELS, SUCH AS THESE, TO BE PREPARED FOR EVERY SCENE.

this project partly on the strength of having scored two films with African settings—*A World Apart* and *The Power of One*.

"That does not make me an expert on African music," he says, "but it does mean I have experience in creating an illusion of what you might expect to hear if you went to an African township, and I think illusion is what film is all about. The animators create one kind of illusion. I create another and we try to make sure they mesh together."

Towards the end of production, Zimmer traveled to Africa to record some of the choirs and other musical elements that were ultimately incorporated into the soundtrack.

"I am not a purist," he insists. "I have been using marimbas and drums and other instruments that we associate with Africa. But I have no hesitation about using a classical string section if I think it's right for a particular scene. And what I have relied on most of all is my computers. They can provide the sounds and textures I want almost instantly."

Just as Tim Rice wrote his lyrics as an extension of the story development process, so Zimmer worked from the beginning with the directors and the storyboard artists, planning ways in which music could be used to reinforce the mood of a scene, or underline the drama.

"His contribution," says Don Hahn, "is evident from the opening moments of the film when the musical score evokes Africa just as powerfully as the images on screen."

"It's wonderful," says Zimmer, "to be involved with the collective creative process from a very early stage. In animation, people work so closely together that it's possible for everyone to make a contribution to the telling of the story and the shaping of the film."

Zimmer's remark sums up the way in which *The Lion King* was created. The key roles played by the directors and the art director, and the unique contributions of the animators, the layout crew, the background painters, and the film editors cannot be emphasized too much. The voice talents of outstanding performers such as James Earl Jones, Jeremy Irons, Cheech Marin, Matthew Broderick, and Robert Guillaume are vitally important to the production, and no other songwriting team could easily have taken the place of Tim Rice and Elton John. That said, however, these were all talents working within a system that is as near to being a creative democracy as any that has ever produced a successful work of art.

It is a system in which the talents of many people, mostly unknown to the general public, are permitted to flourish. The phrase "The Art of *The Lion King*" can reasonably be applied to the individual examples of their work which appear in these pages. Ultimately, "The Art of *The Lion King*" describes a kind of inspired partnership between scores of people who contributed to the storytelling process that is at the heart of a work of art conceived on the heroic scale—a collaborative work of art that will be seen by millions and will continue to entertain audiences for years to come.

OVERLEAF:
CONCEPT BY DON MOORE.

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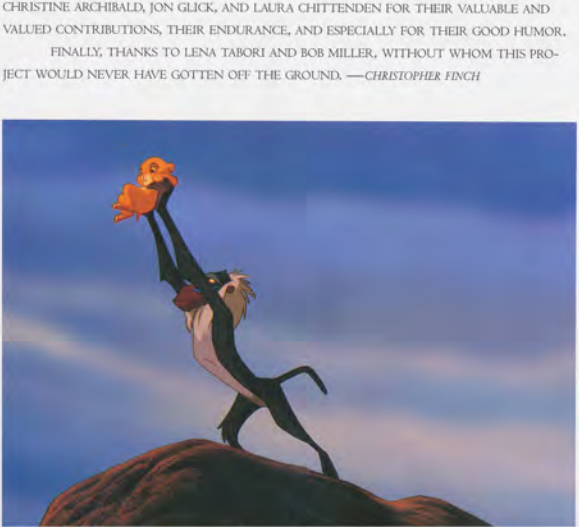
OTHERS WHO GAVE FREELY OF THEIR TIME INCLUDE GRETCHEN ALBRECHT, RUBEN AQUINO, JAMES BAXTER, DOUG BALL, JANET BRUCE, HORTENSIA CASAGRAN, BRENDA CHAPMAN, KAREN COMELLA, ANDREAS DEJA, ALICE DEWEY, RANDY FULLMER, ANDY GASKILL, SCOTT JOHNSTON, VERA LANPHER, TIM LEWIS, TONY MEAGER, IRENE MECCHI, TIM RICE, JONATHAN ROBERTS, ROBYN ROBERTS, STEVE ROGERS, JAMES RUSSELL, DAN ST. PIERRE, CHRIS SANDERS, SCOTT SANTORO, GARY TROUSDALE, ANN TUCKER, KIRK WISE, AND HANS ZIMMER.

WITHOUT STACY SLOSSY'S KNOWLEDGE AND ORGANIZATIONAL SKILLS, THIS BOOK WOULD HAVE BEEN IMPOSSIBLE, AND CATHY ALEXANDER HAS BEEN TIRELESS IN PROVIDING ALL KINDS OF RESEARCH ASSISTANCE. THANKS TOO TO KAY SALZ, PATTI CONKLIN, STACY CALLAGHAN, AND DEE HARAMIA.

THE MANUSCRIPT WAS READ AND FACT-CHECKED BY THE INDEFATIGABLE DAVE SMITH, DEAN OF HOLLYWOOD STUDIO ARCHIVISTS AND THE ULTIMATE AUTHORITY ON THE HISTORY OF DISNEY ANIMATION. THE MAJORITY OF THE SUPERB PHOTOGRAPHS OF THE ARTWORK IN THIS VOLUME ARE THE WORK OF MICHAEL STERN.

I WOULD LIKE TO EXPRESS GRATITUDE TO MY OLD FRIEND NAI CHANG FOR MAKING THE BOOK BEAUTIFUL, AND TO MY NEW FRIENDS HIRO CLARK, ELLEN MENDLOW, CHRISTINE ARCHIBALD, JON GLICK, AND LAURA CHITTENDEN FOR THEIR VALUABLE AND VALUED CONTRIBUTIONS, THEIR ENDURANCE, AND ESPECIALLY FOR THEIR GOOD HUMOR.

FINALLY, THANKS TO LENA TABORI AND BOB MILLER, WITHOUT WHOM THIS PROJECT WOULD NEVER HAVE GOTTEN OFF THE GROUND. —*CHRISTOPHER FINCH*